

MARVEL®

# SPIDER-MAN®

BENDIS • PICHELLI • PONSOR

ISSUE

151



The bite of a genetically altered spider granted high school student Peter Parker incredible arachnid-like powers. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility.

Now the fledgling super hero tries to balance a full high school curriculum, a part-time job, a relationship with Gwen Stacy and swing time as the misunderstood, web-slinging Spider-Man!

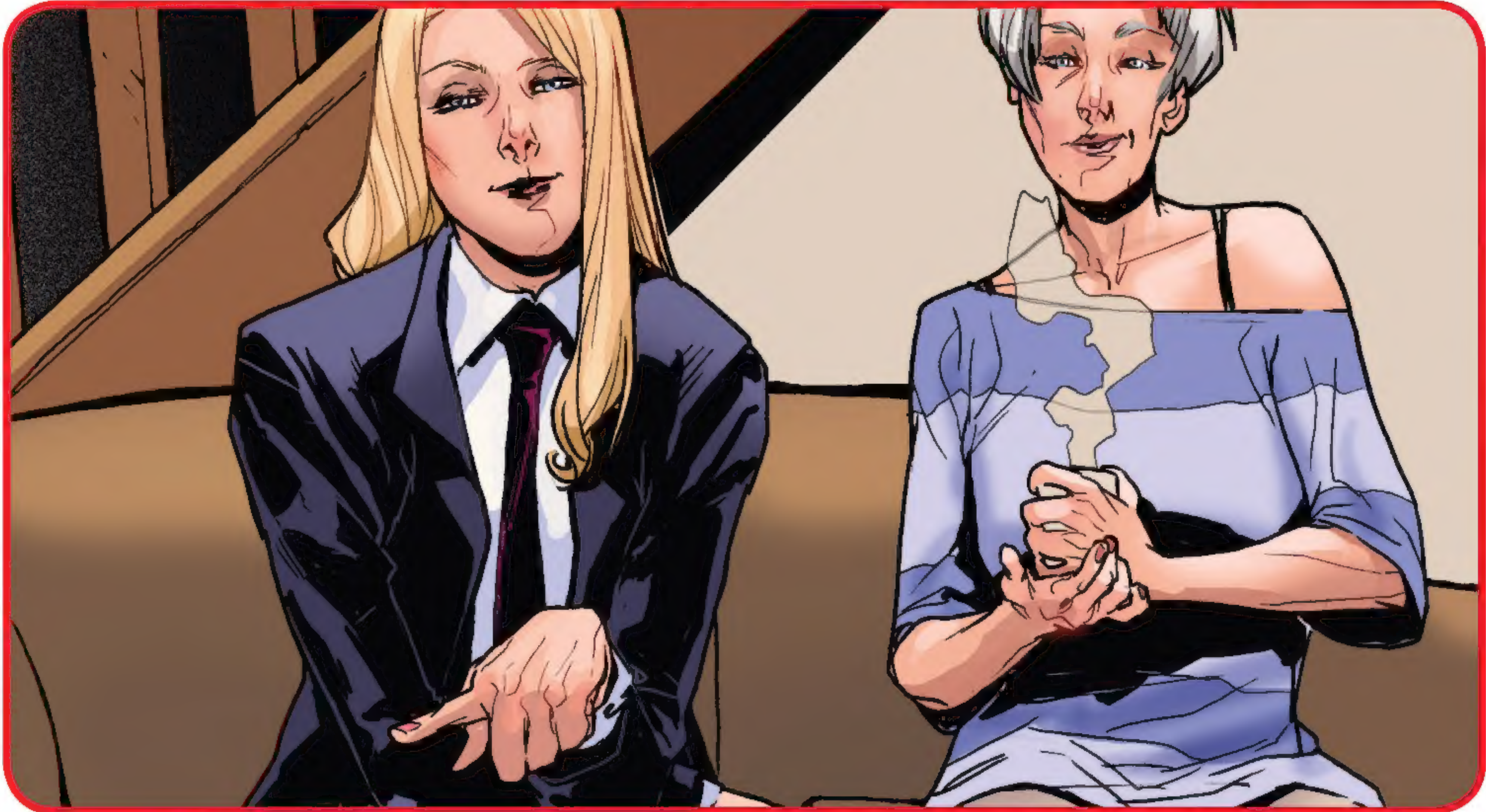


## PREVIOUSLY IN ULTIMATE SPIDER-MAN:

Spider-Man is now living with Johnny Storm, a.k.a. the Human Torch, and Bobby Drake, a.k.a. Iceman. Both have disguised themselves as his cousins and are going to school like normal kids.

A chameleon-like imposter overpowered Peter and took his place, completely ruining his life as both Peter and Spider-Man. The Human Torch and Iceman eventually rescue Peter but the damage is done. Gwen Stacy, Peter’s girlfriend, has run away from home.

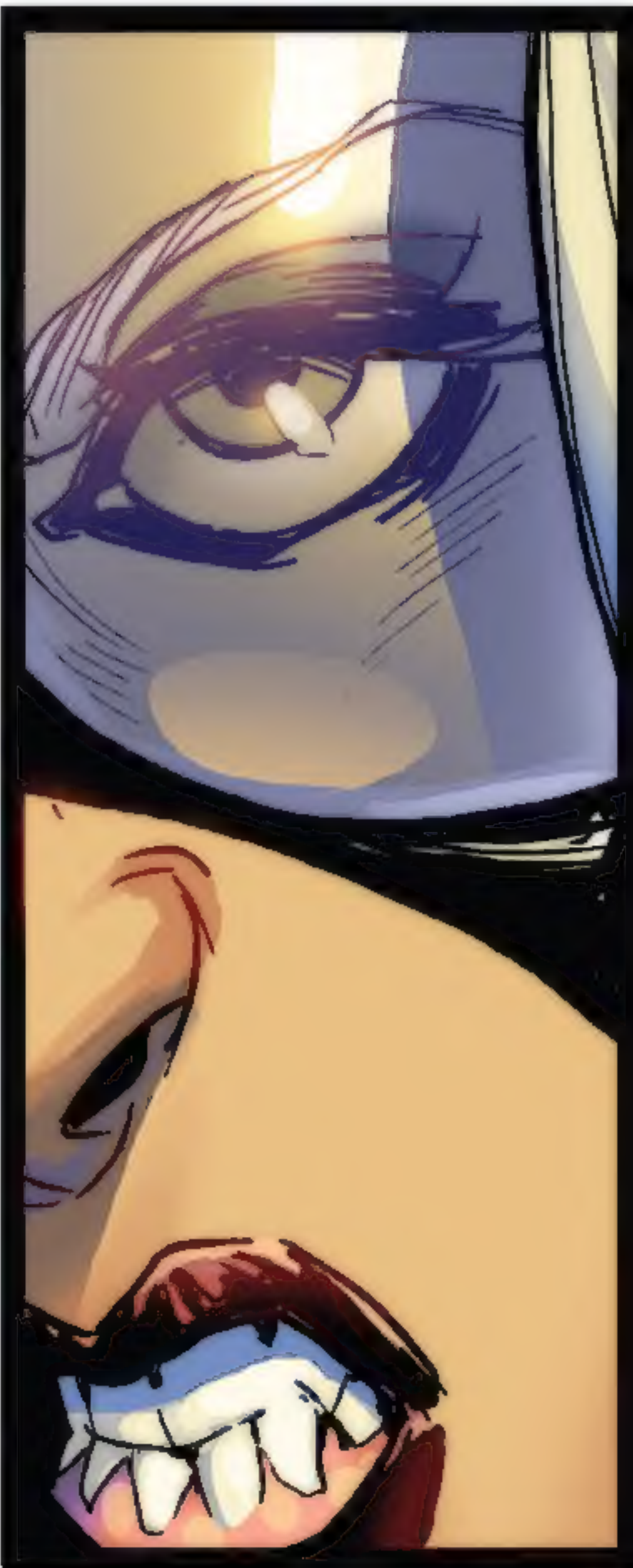
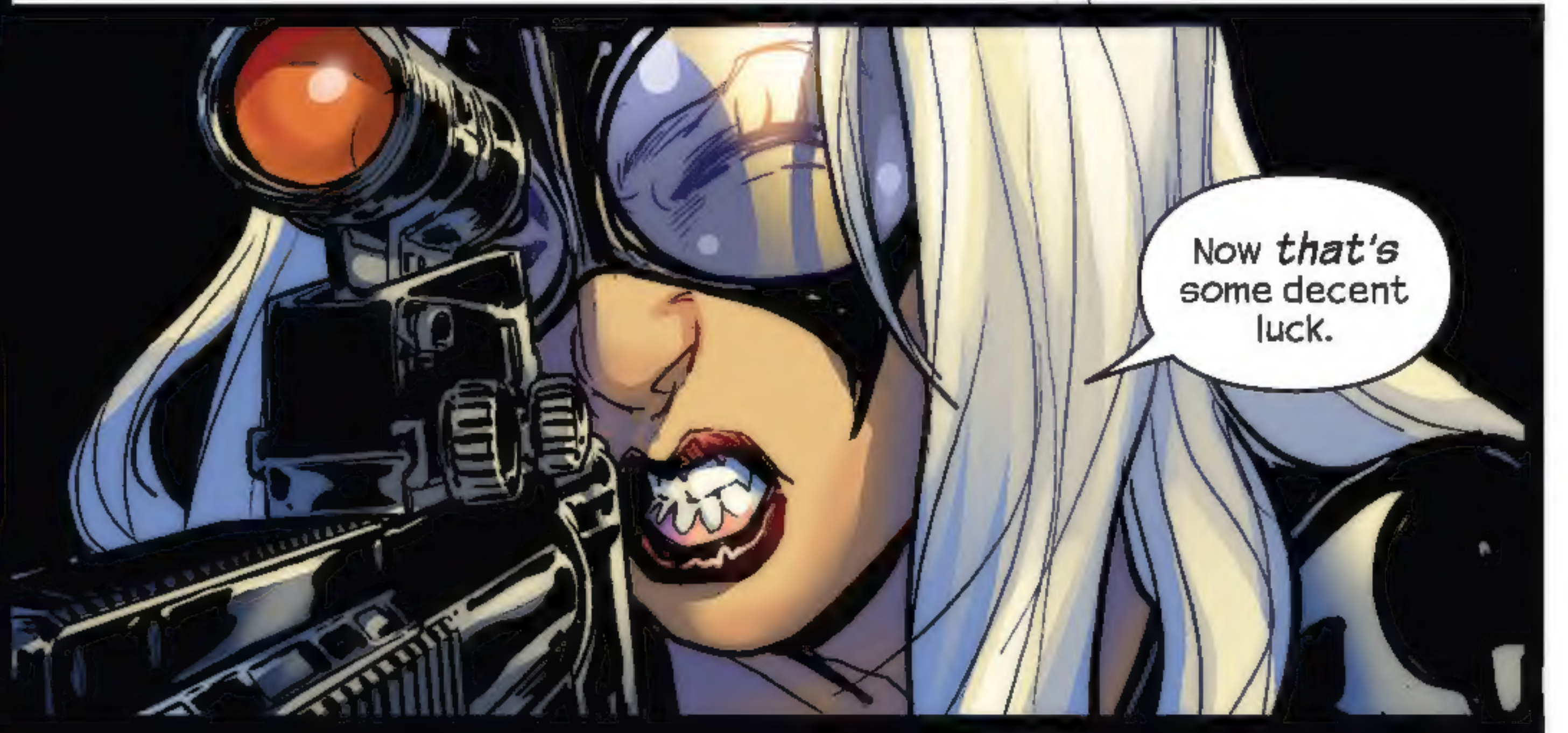
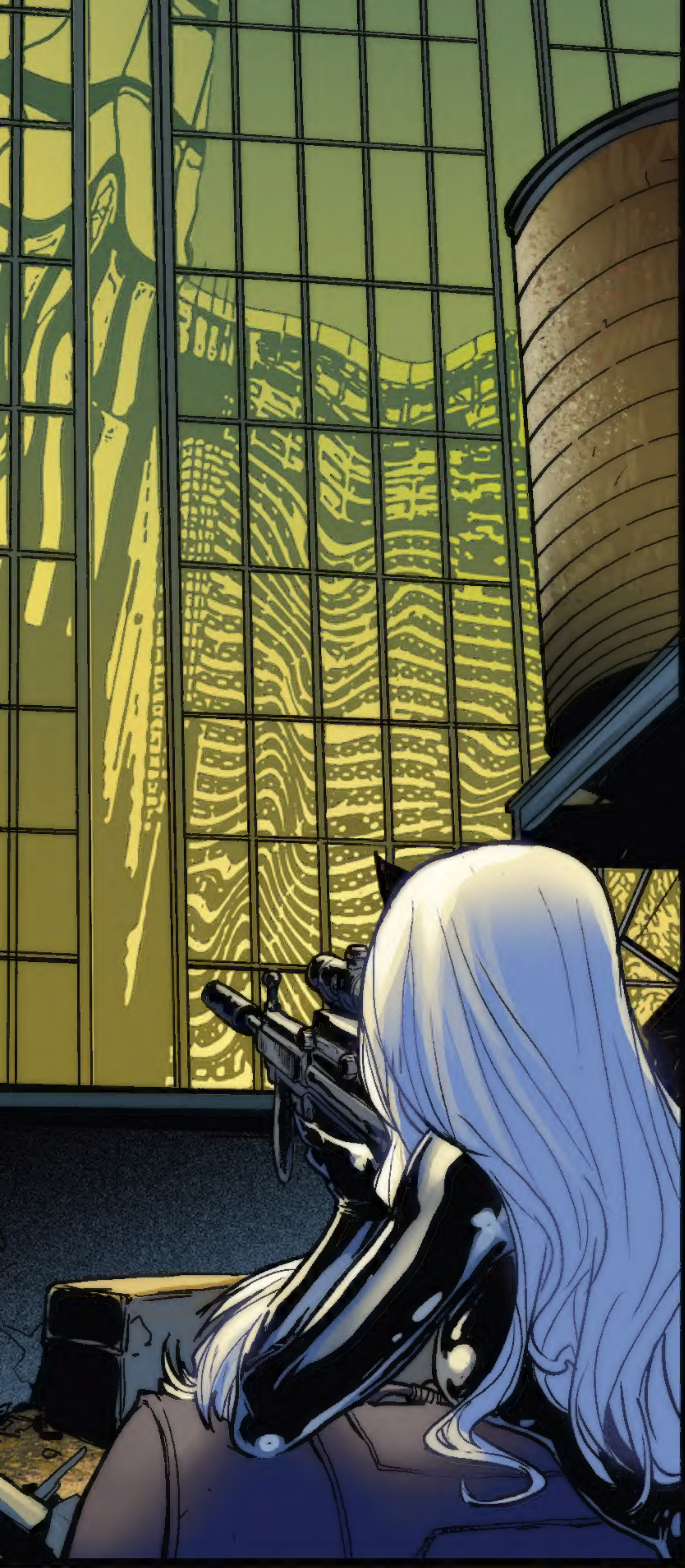
But most shockingly, the world peacekeeping task force S.H.I.E.L.D. has decided to put their foot down as far as all things Spider-Man are concerned. Spider-Man is told that he must undergo after school super hero training if he is to continue fighting crime.

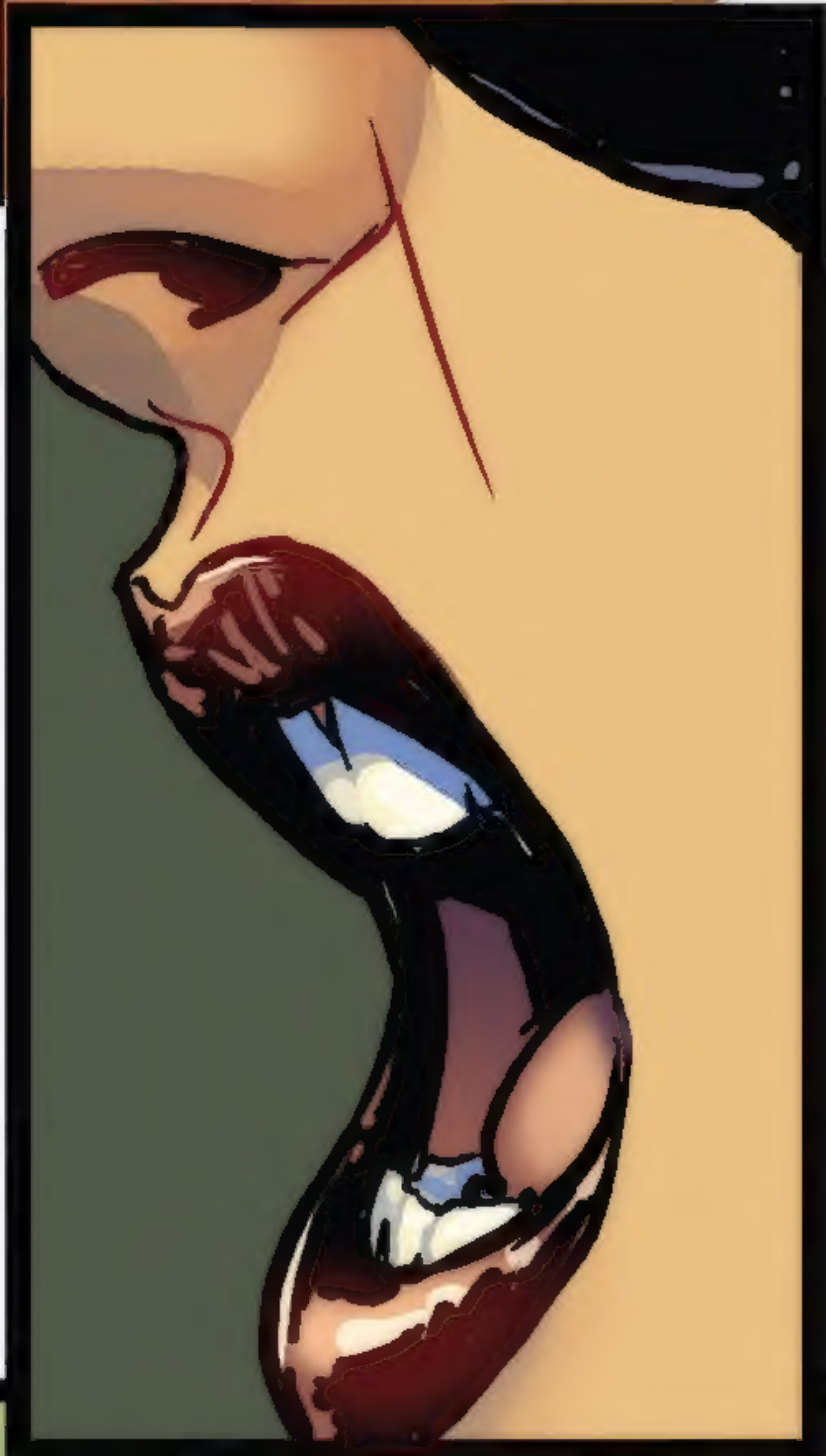


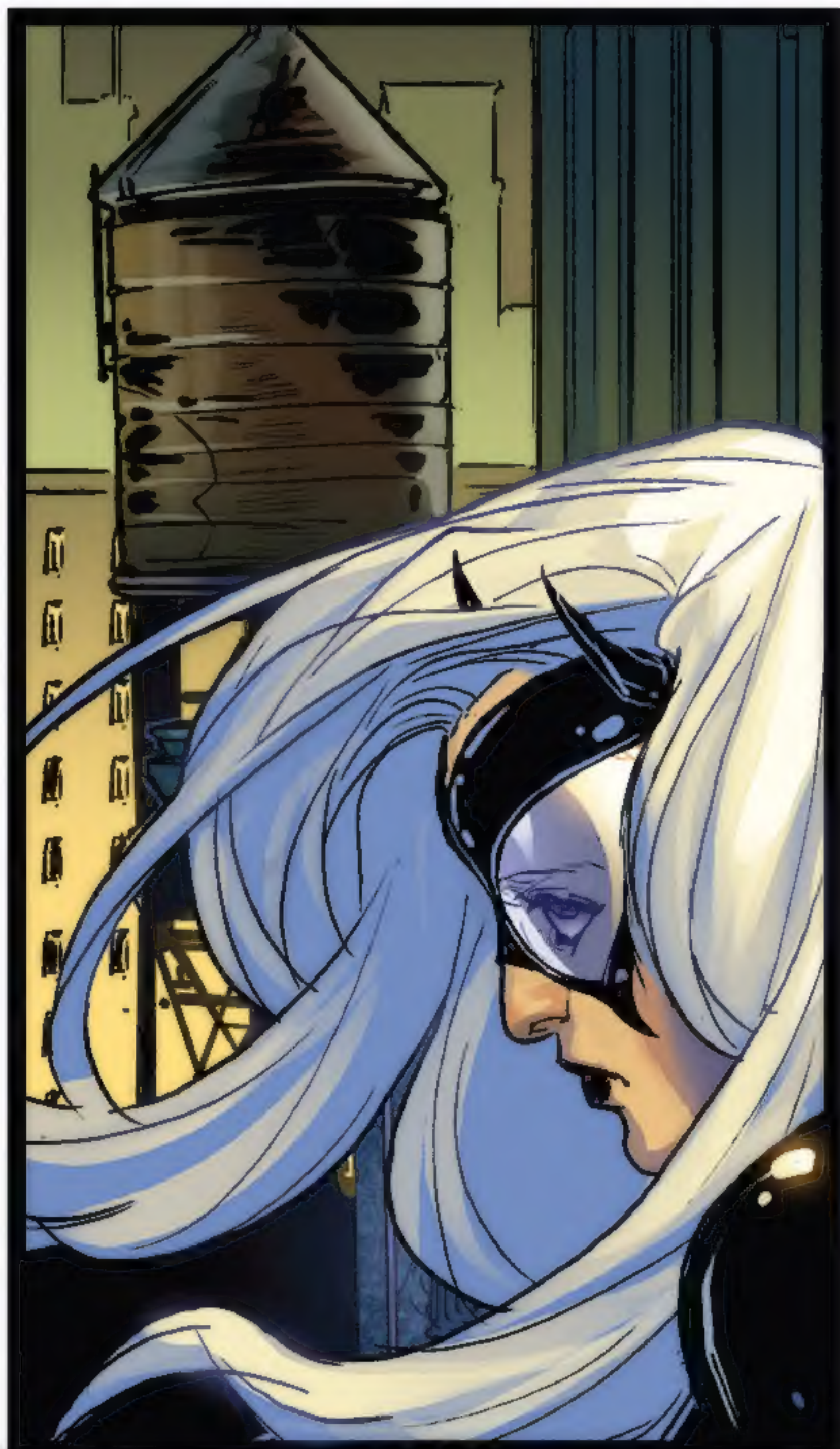
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<b>Editor in Chief</b> Joe Quesada	<b>Publisher</b> Dan Buckley		

New York.  
One Month Ago.

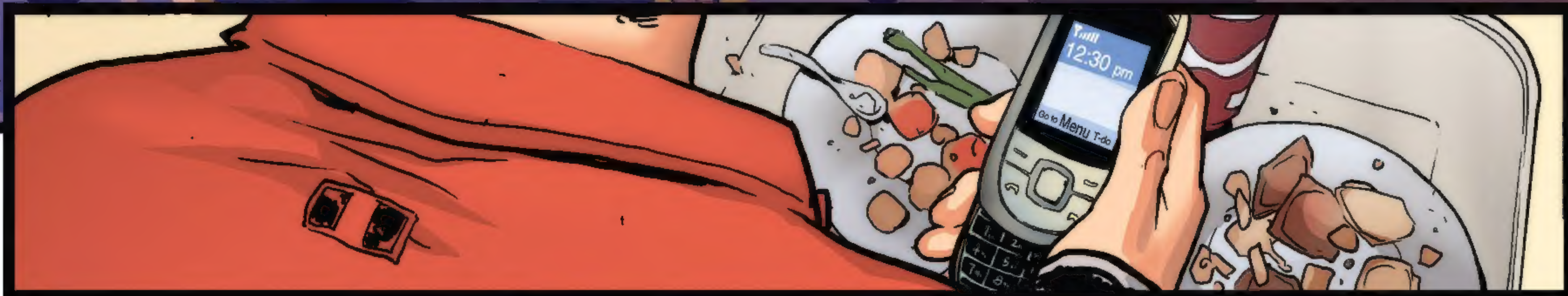


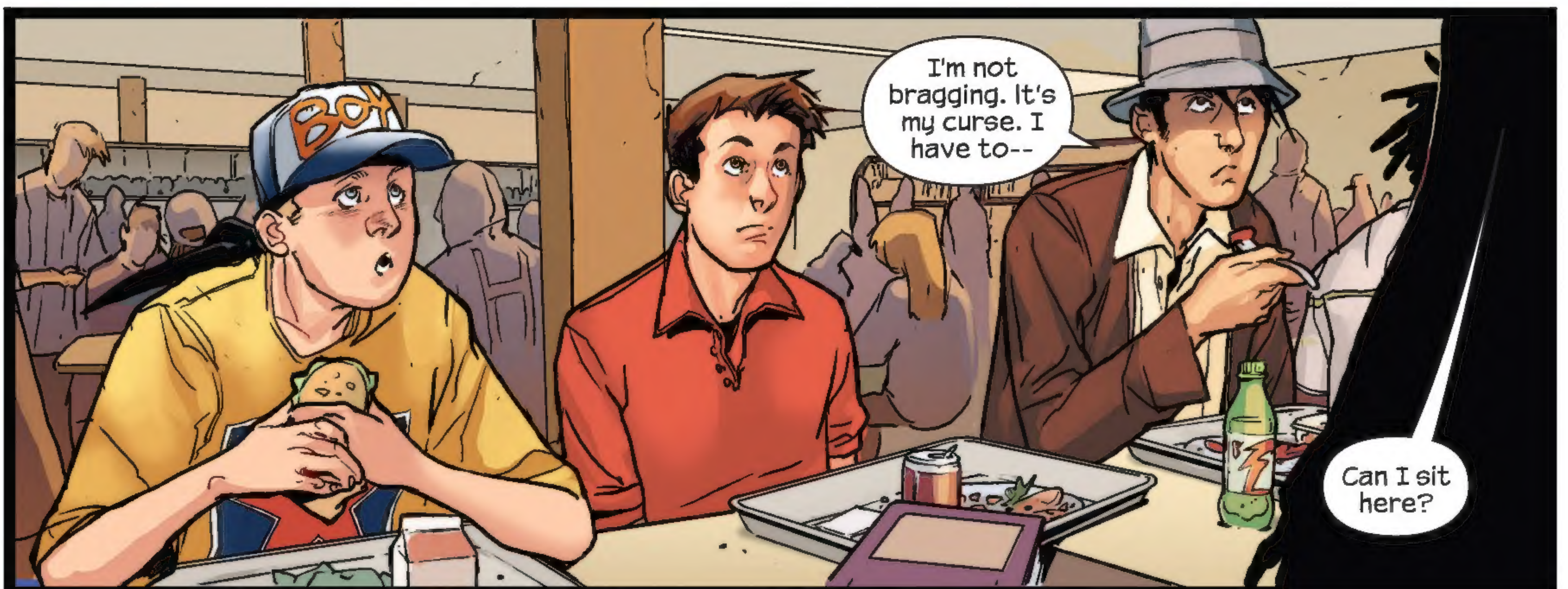
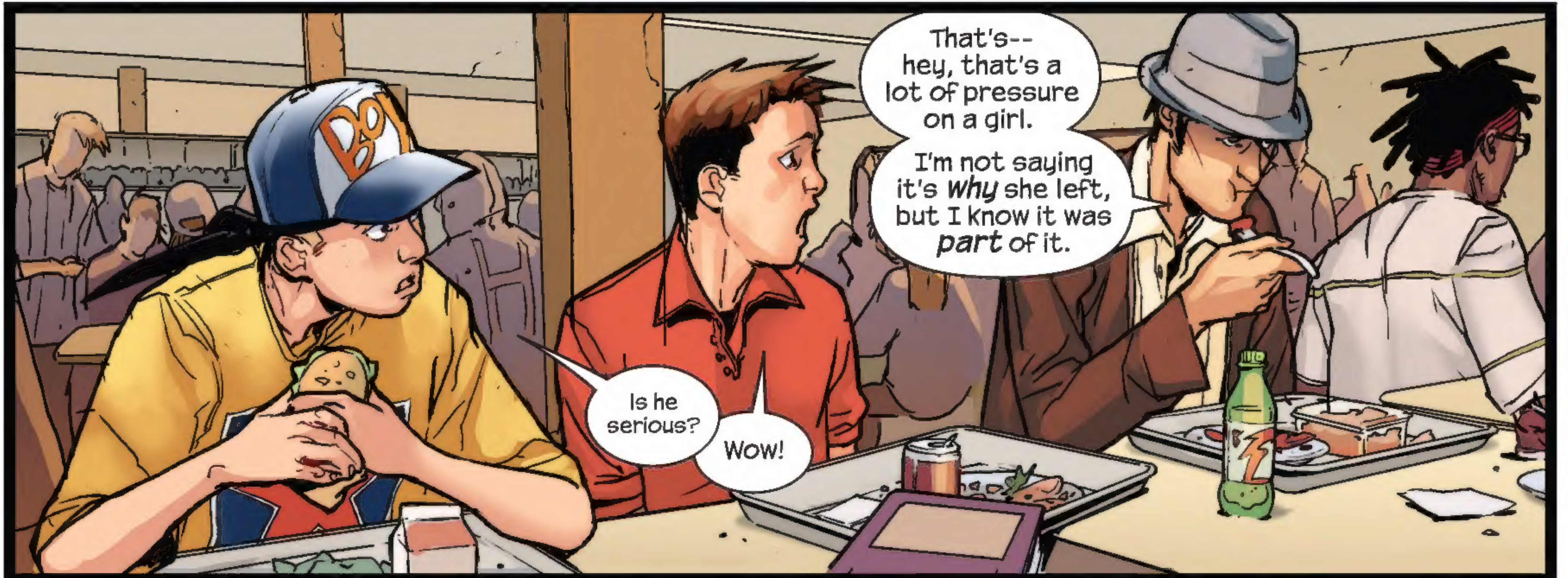


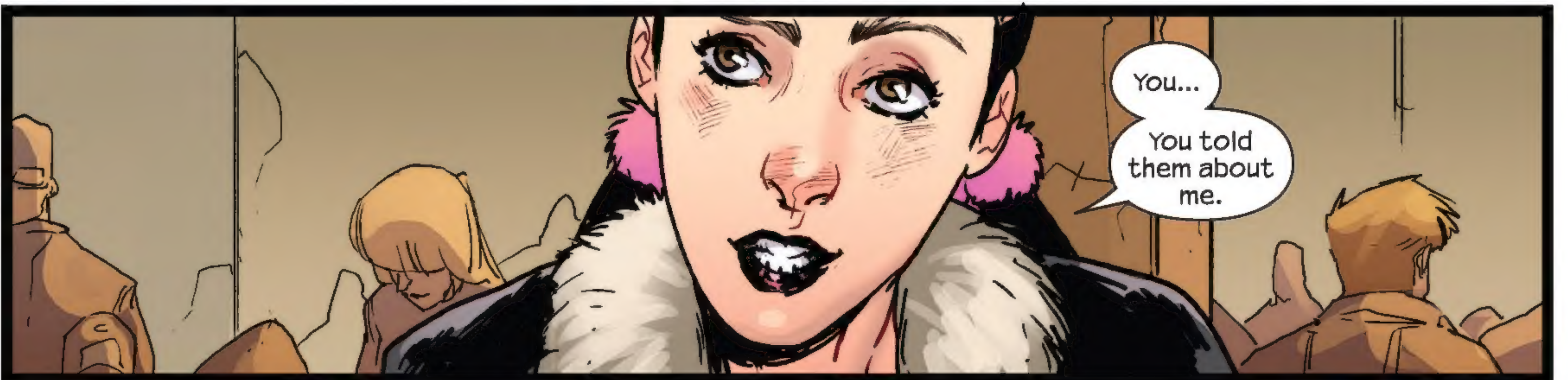
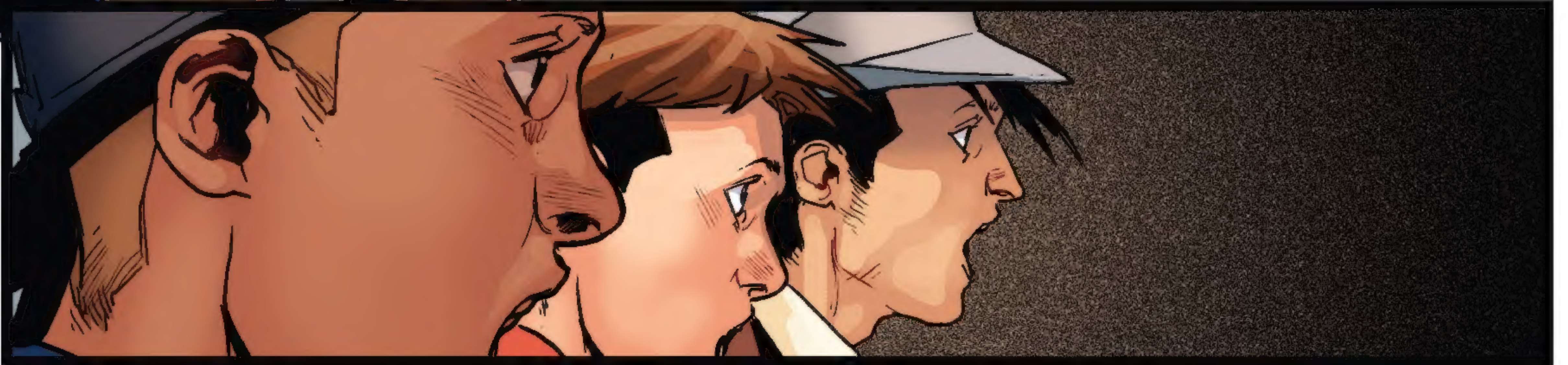
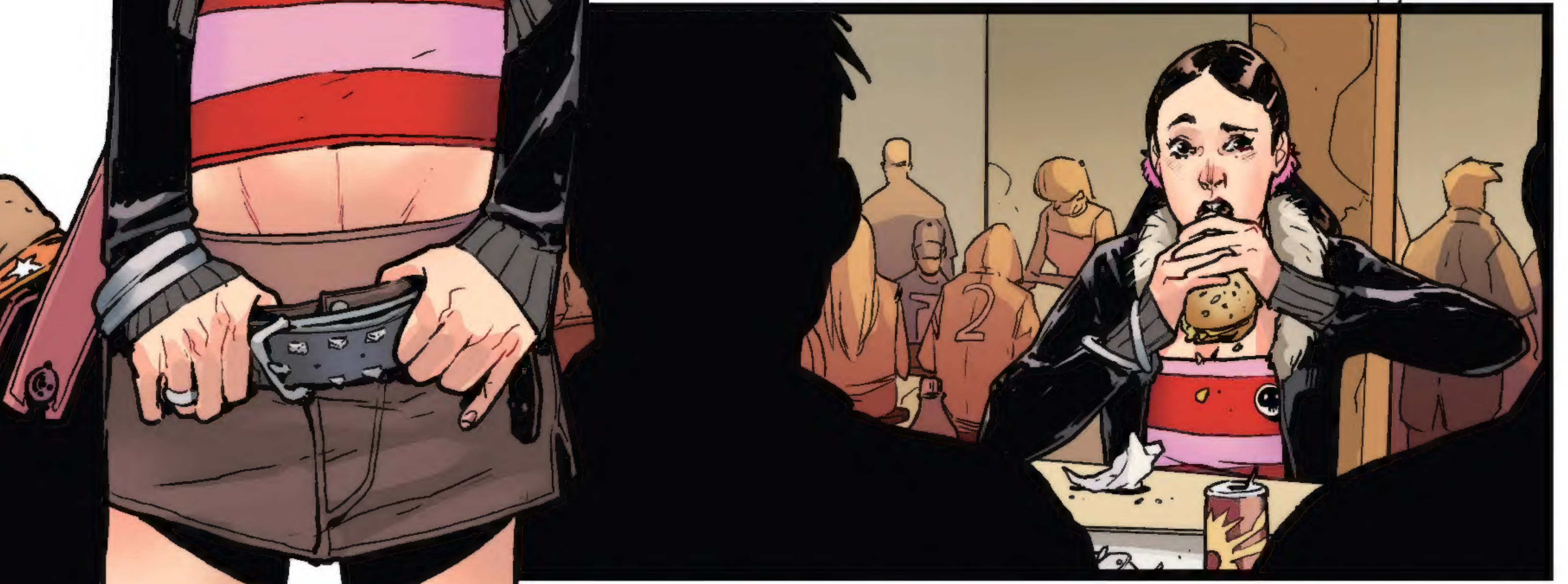


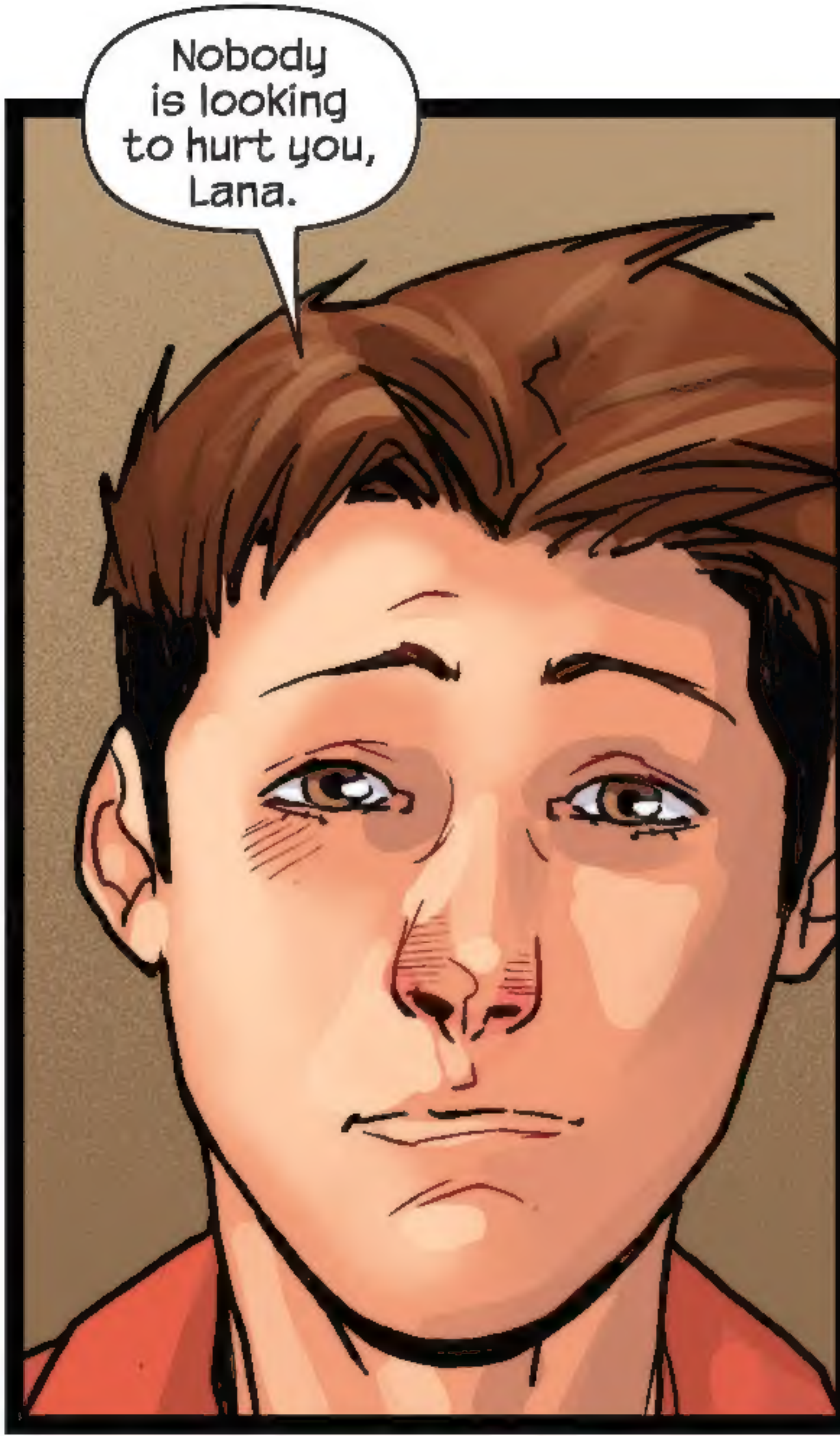


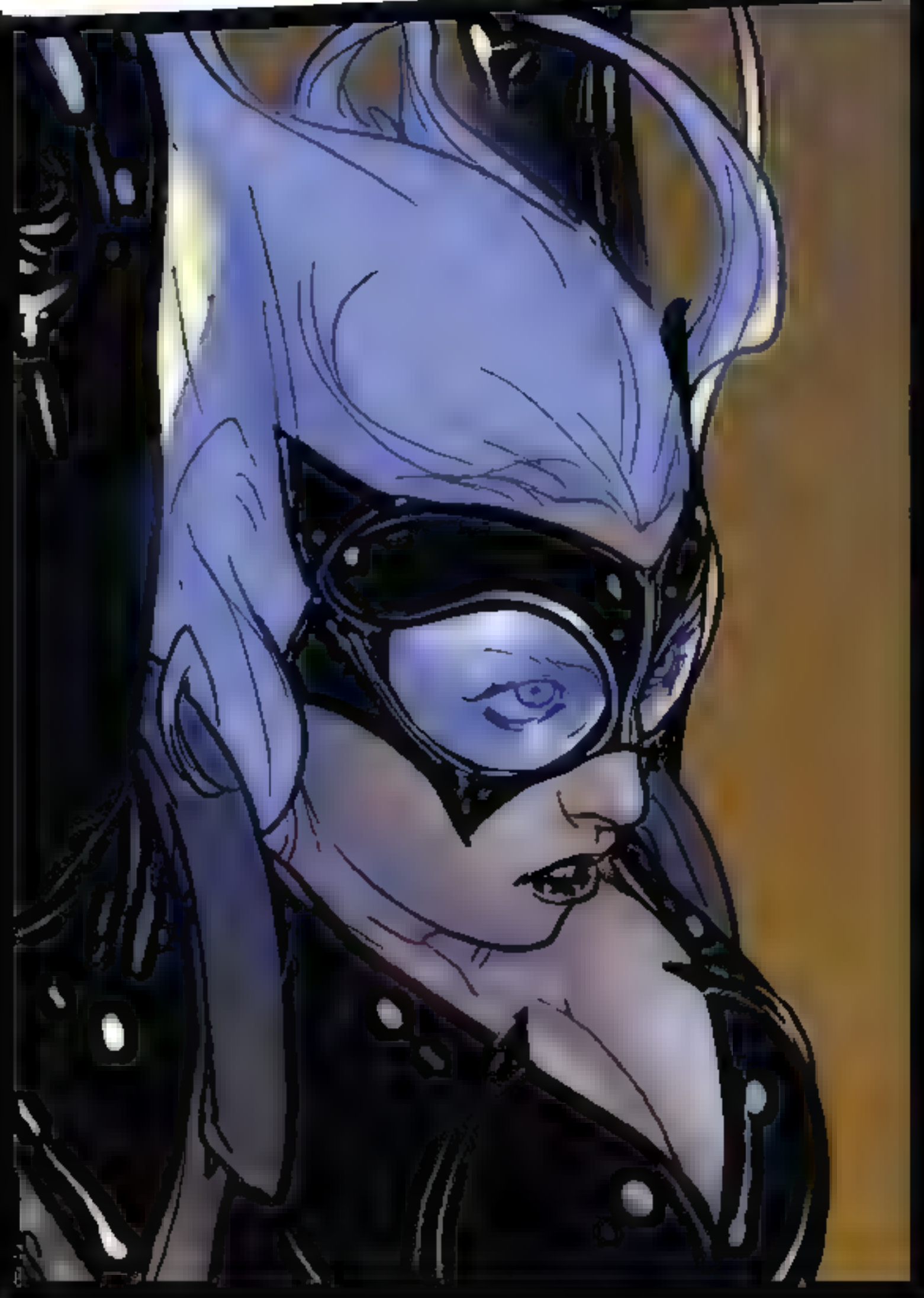
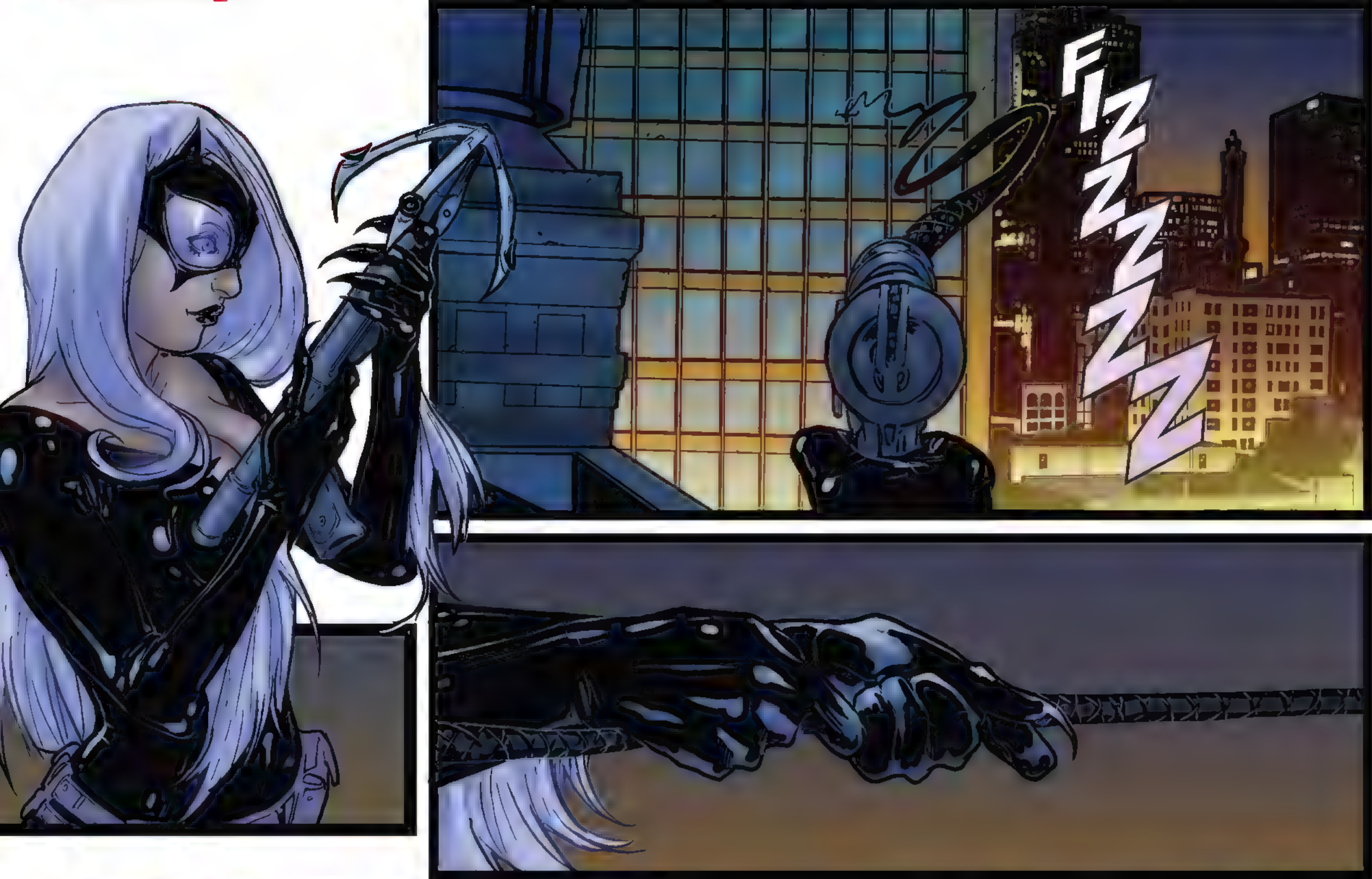
Midtown High School  
Lunch.

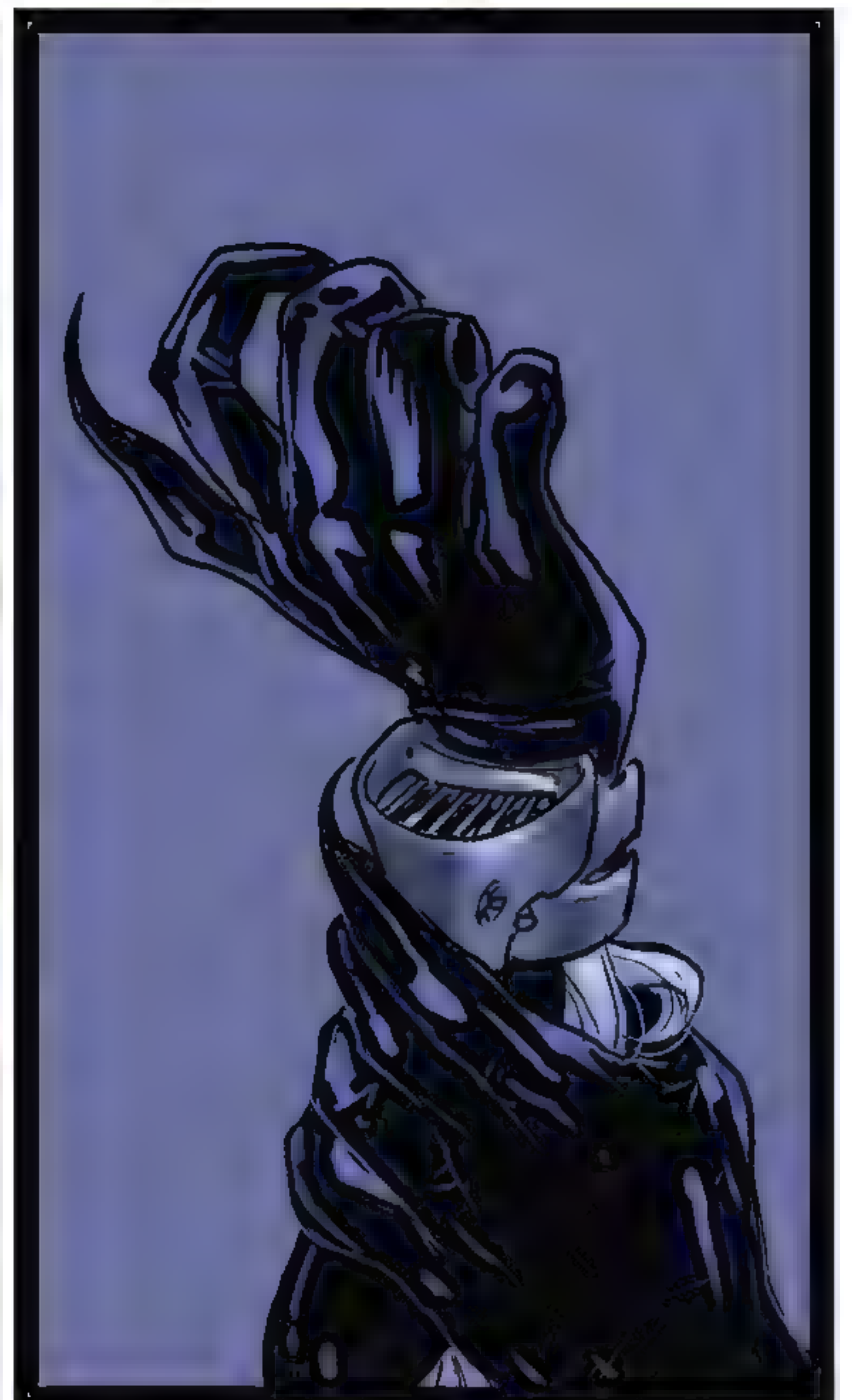
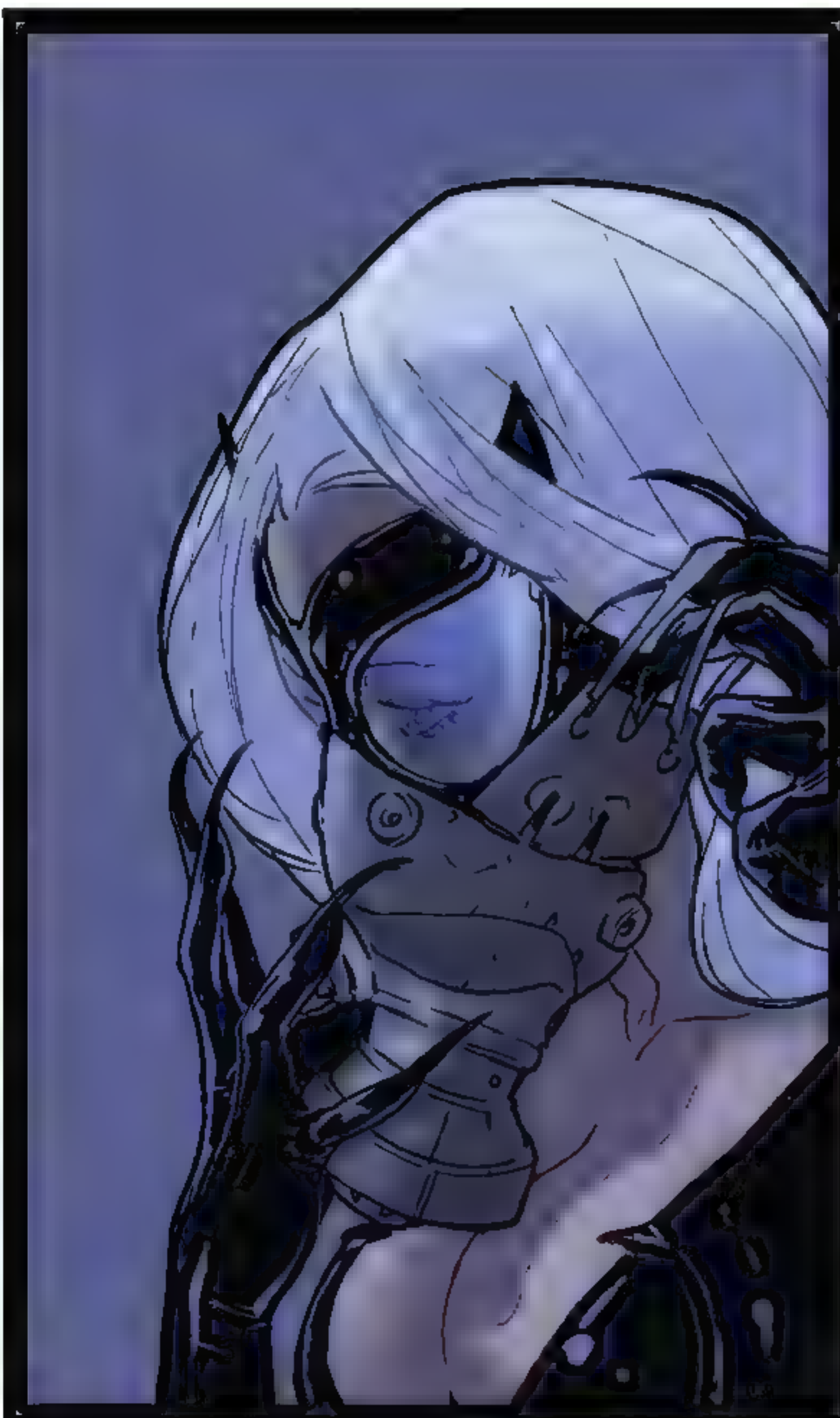
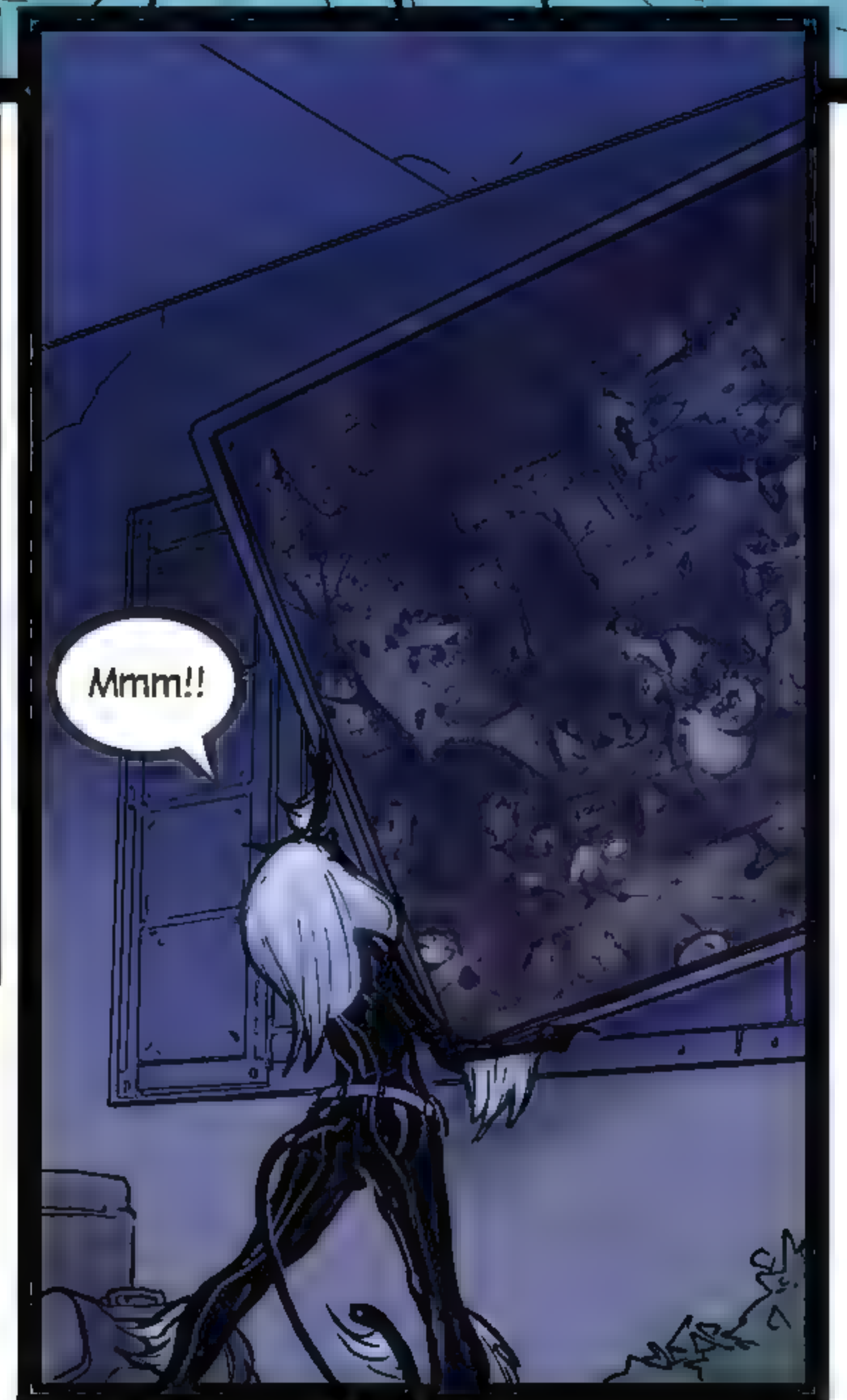
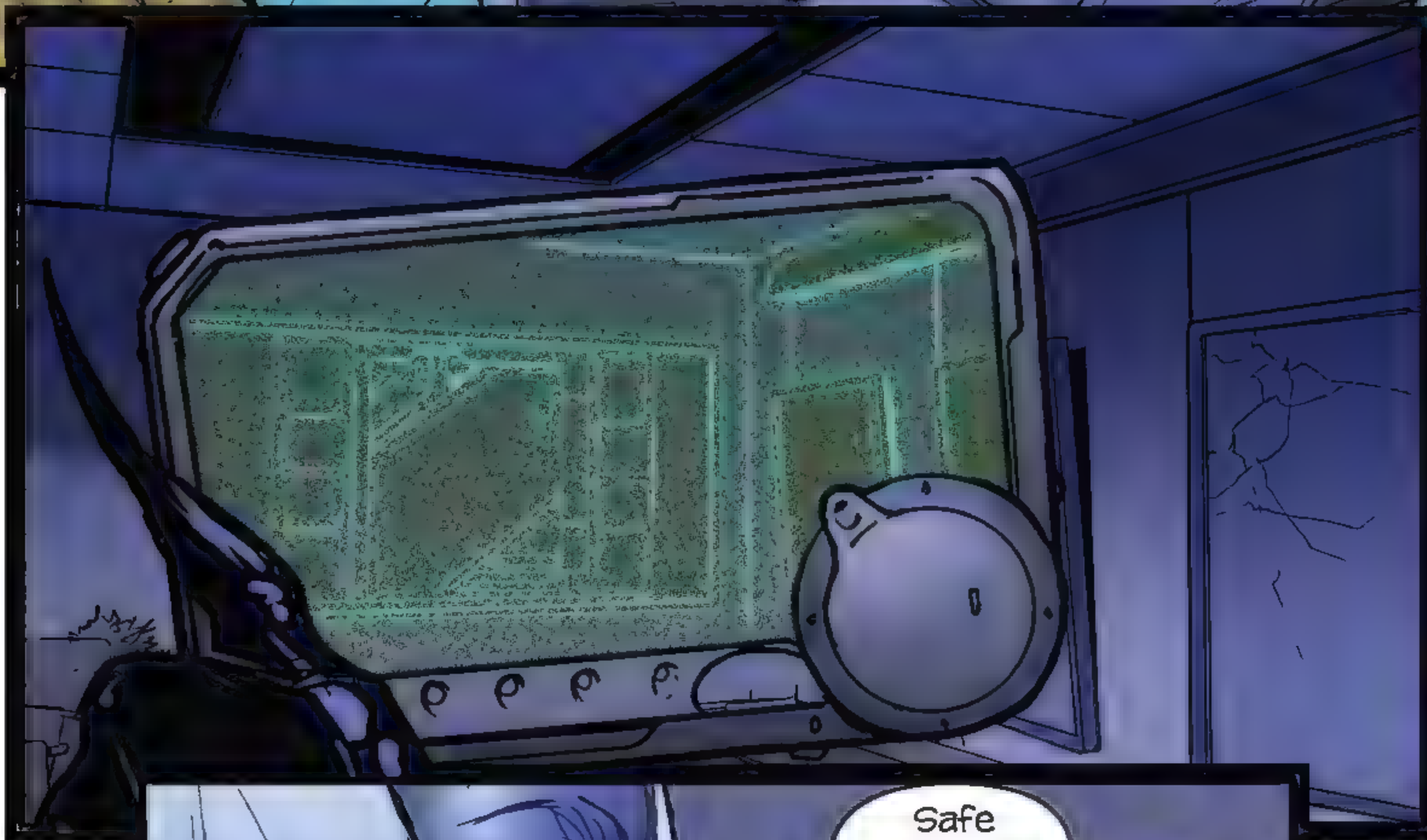


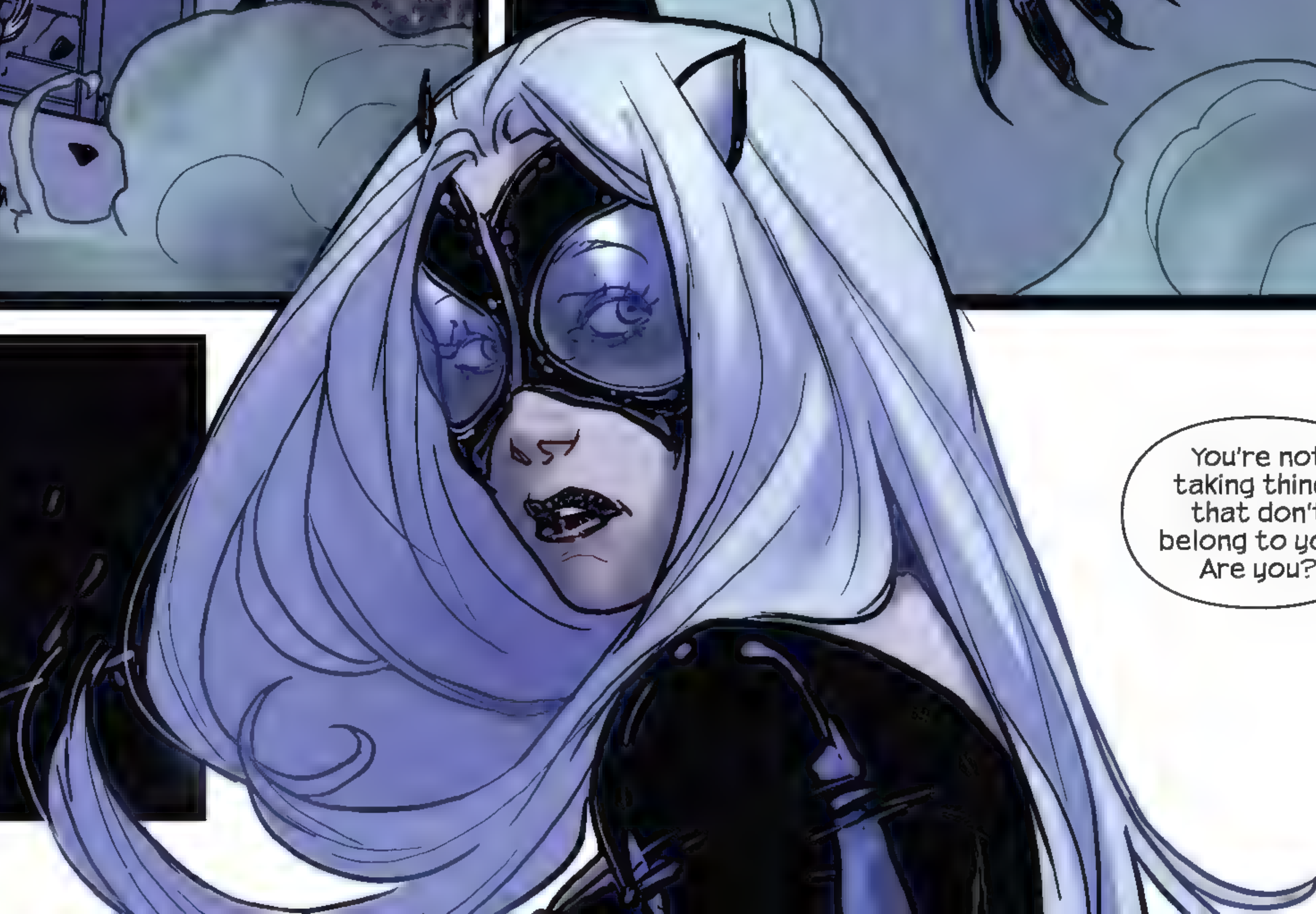
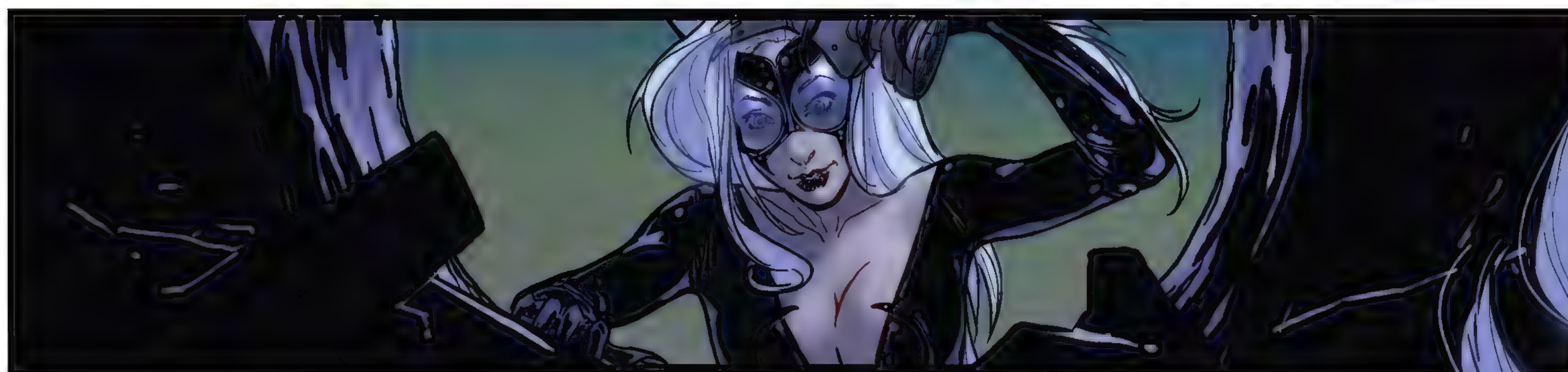
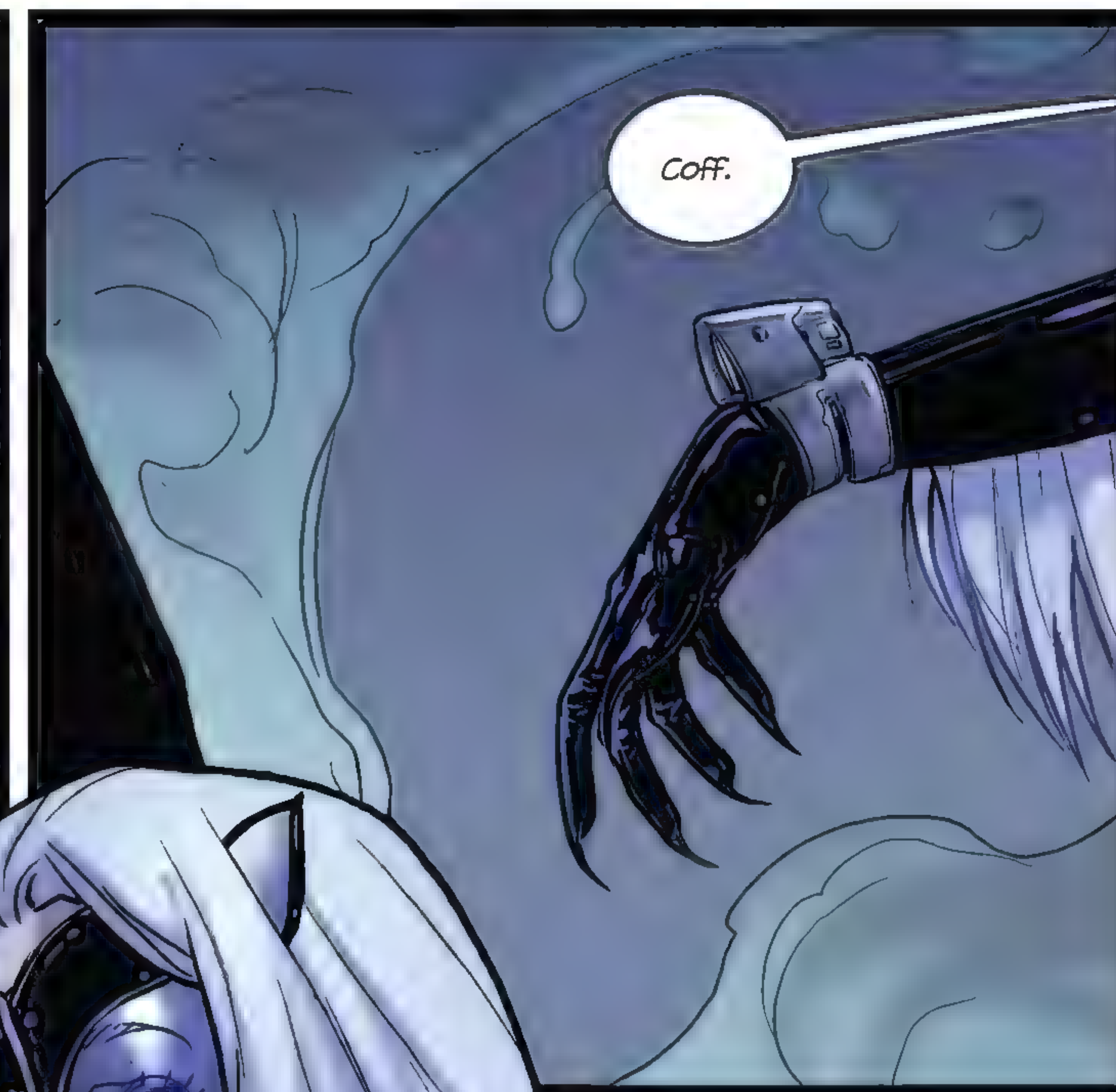
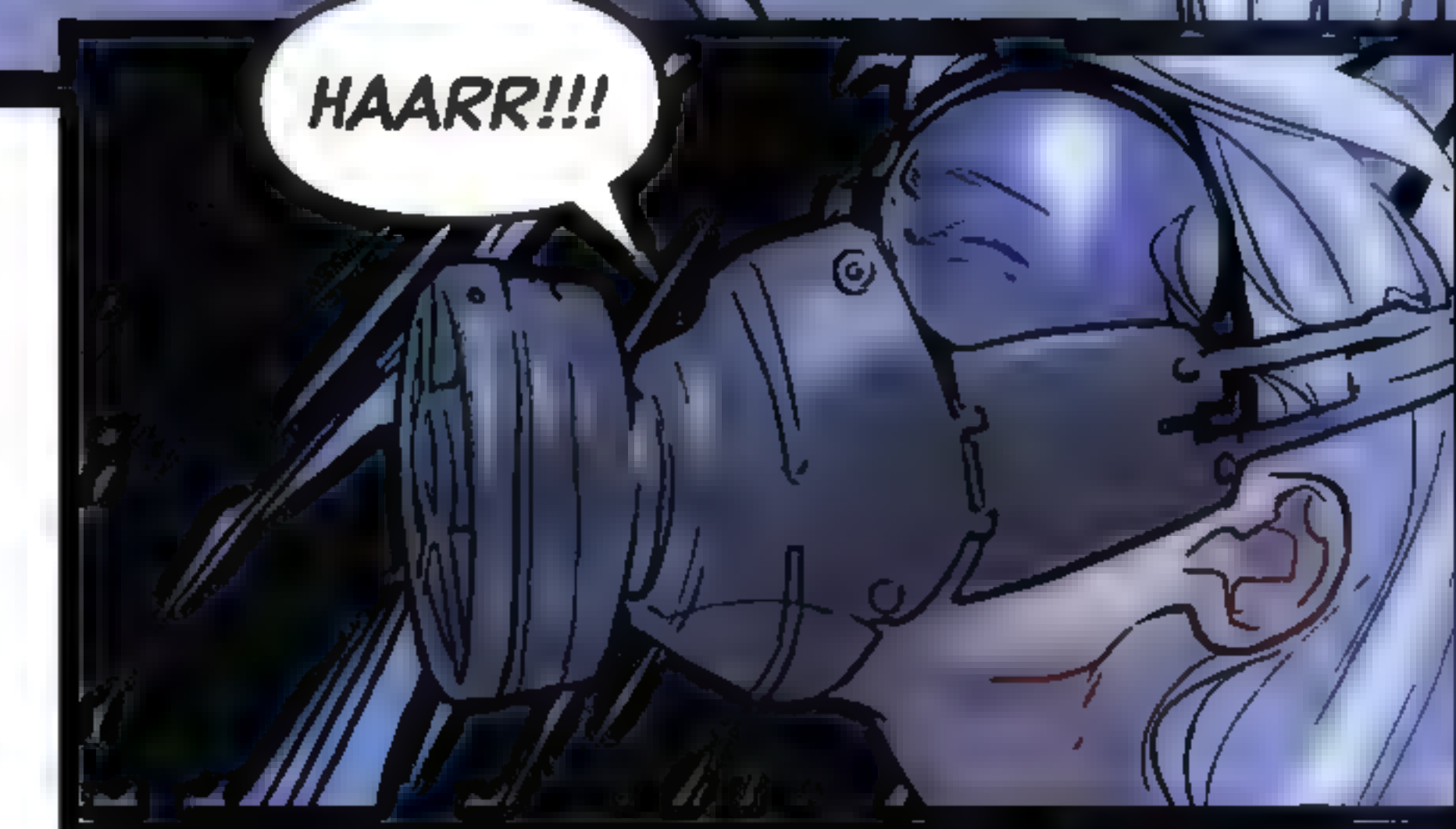
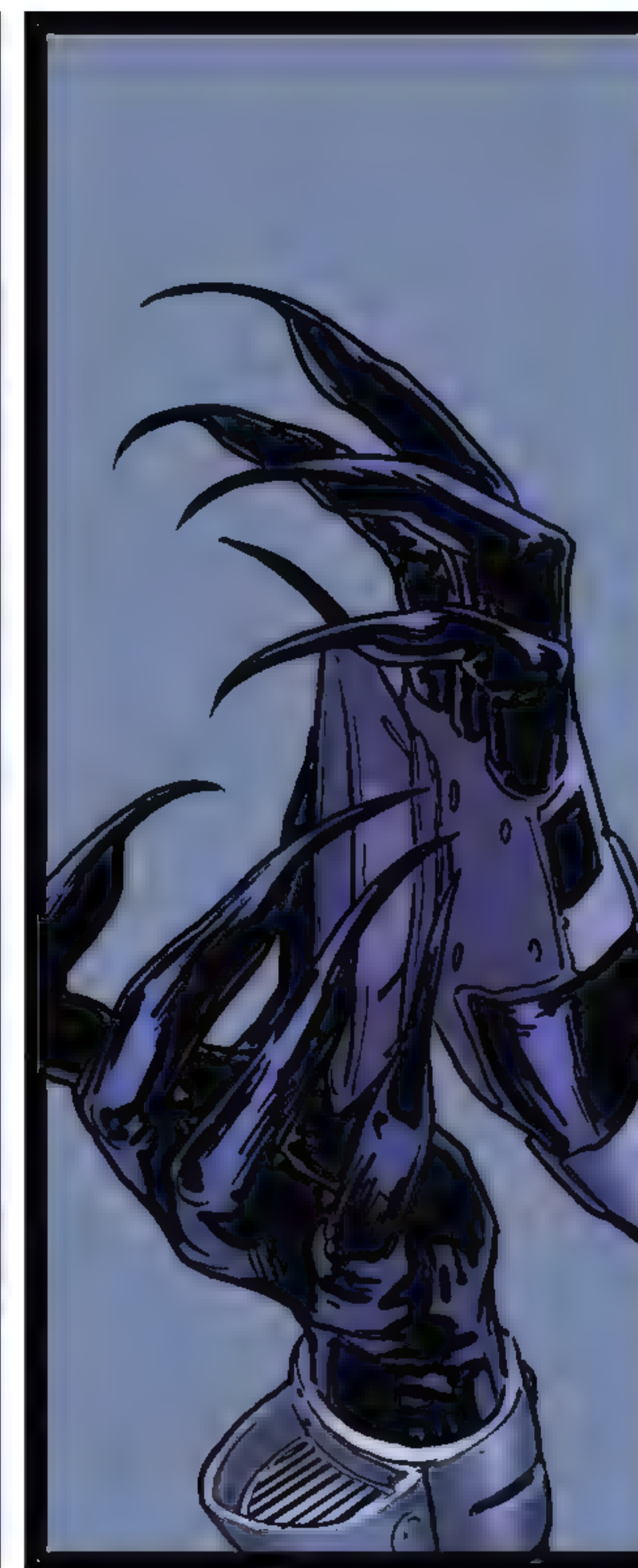
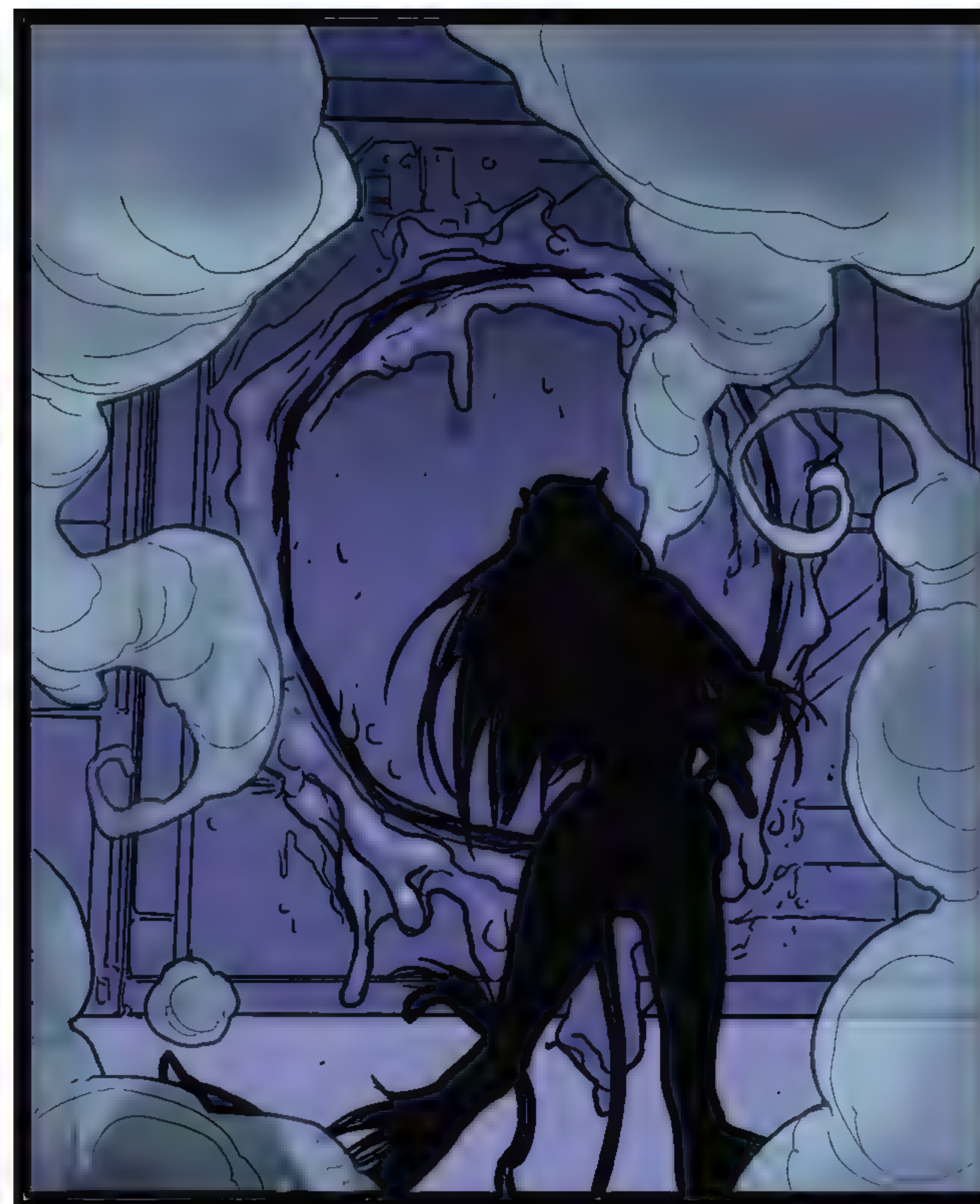




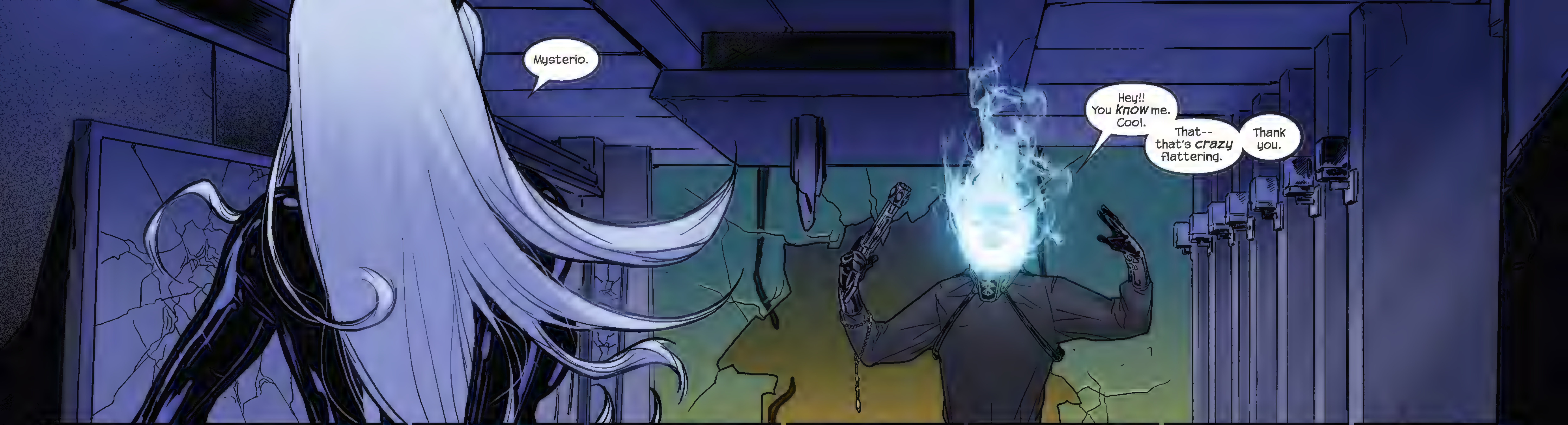








You're not taking things that don't belong to you? Are you?



Mysterio.

Hey!!  
You *know* me.  
Cool.

That--  
that's *crazy*  
flattering.

Thank  
you.



Thank *you*  
for killing  
Wilson Fisk  
for me.

Well, I didn't do  
it for *you* so much  
as I did it for me  
but...hey.

No  
problem.



You're the--  
the Black  
Cat, right?

Burglar.  
(Well,  
obviously.)

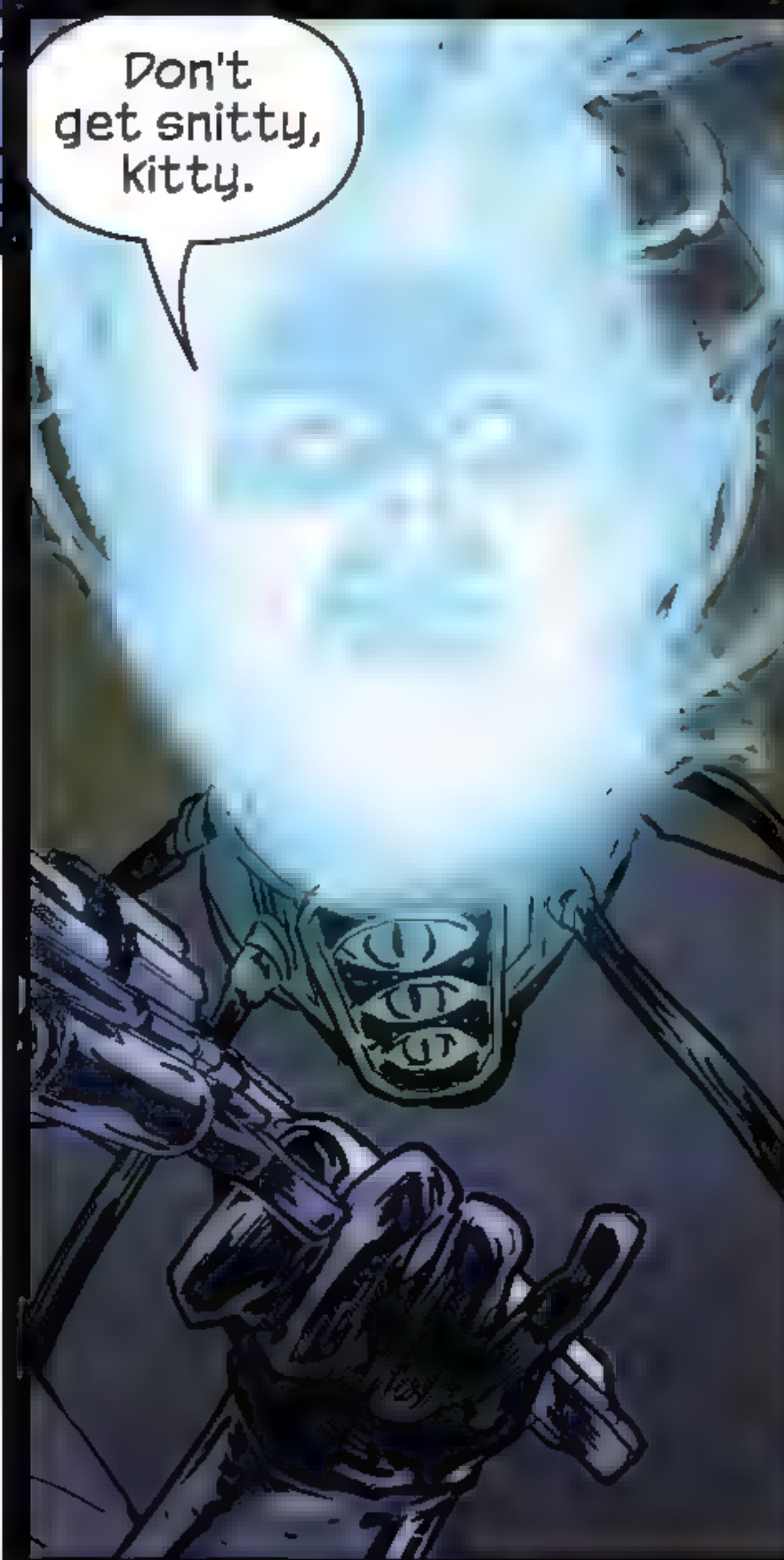
You tortured  
the Kingpin once  
in a while.

You had a  
real thing for  
him. You really  
went at him  
there for a  
while.

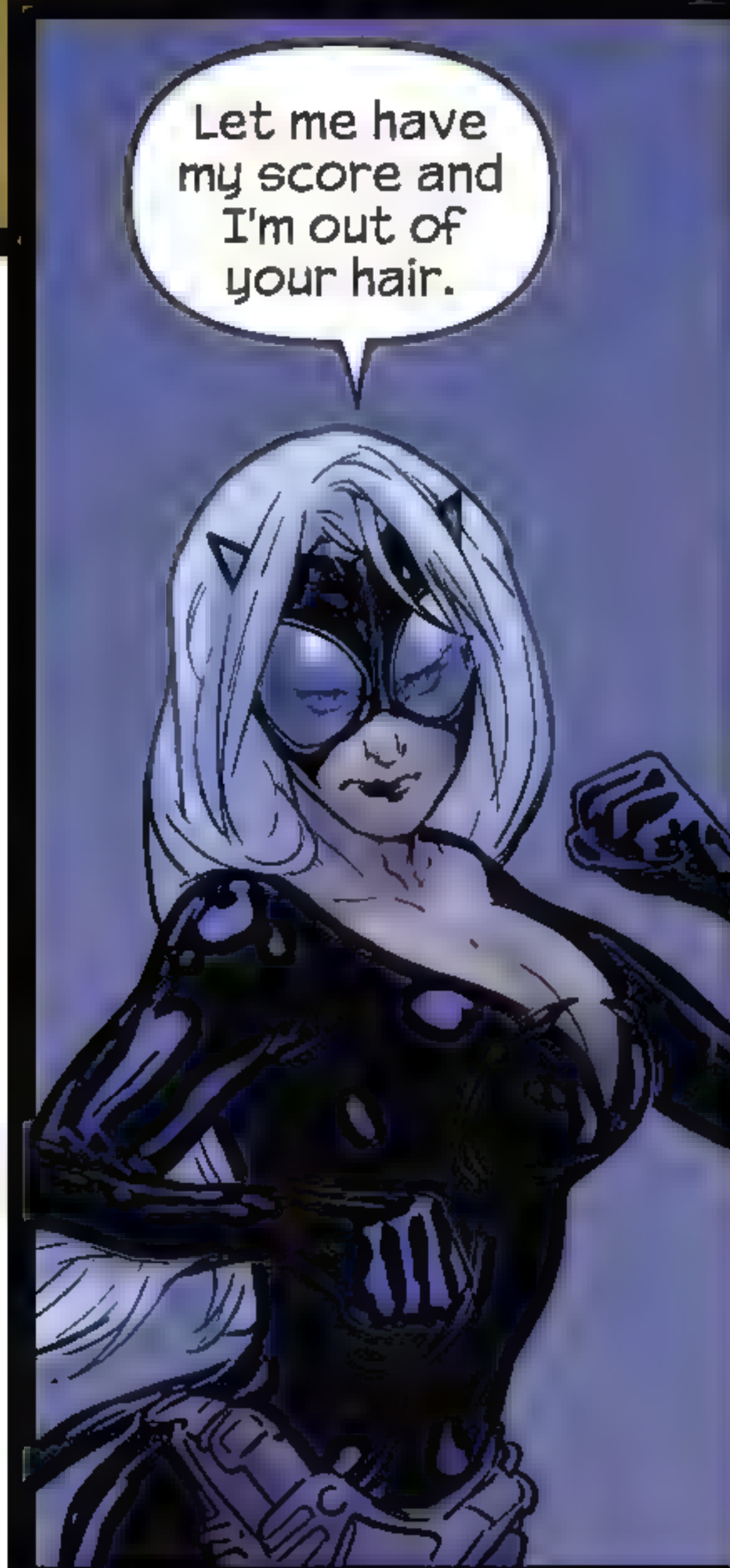


Can I  
assume your  
problem with  
him is whatever  
is in that  
safe?

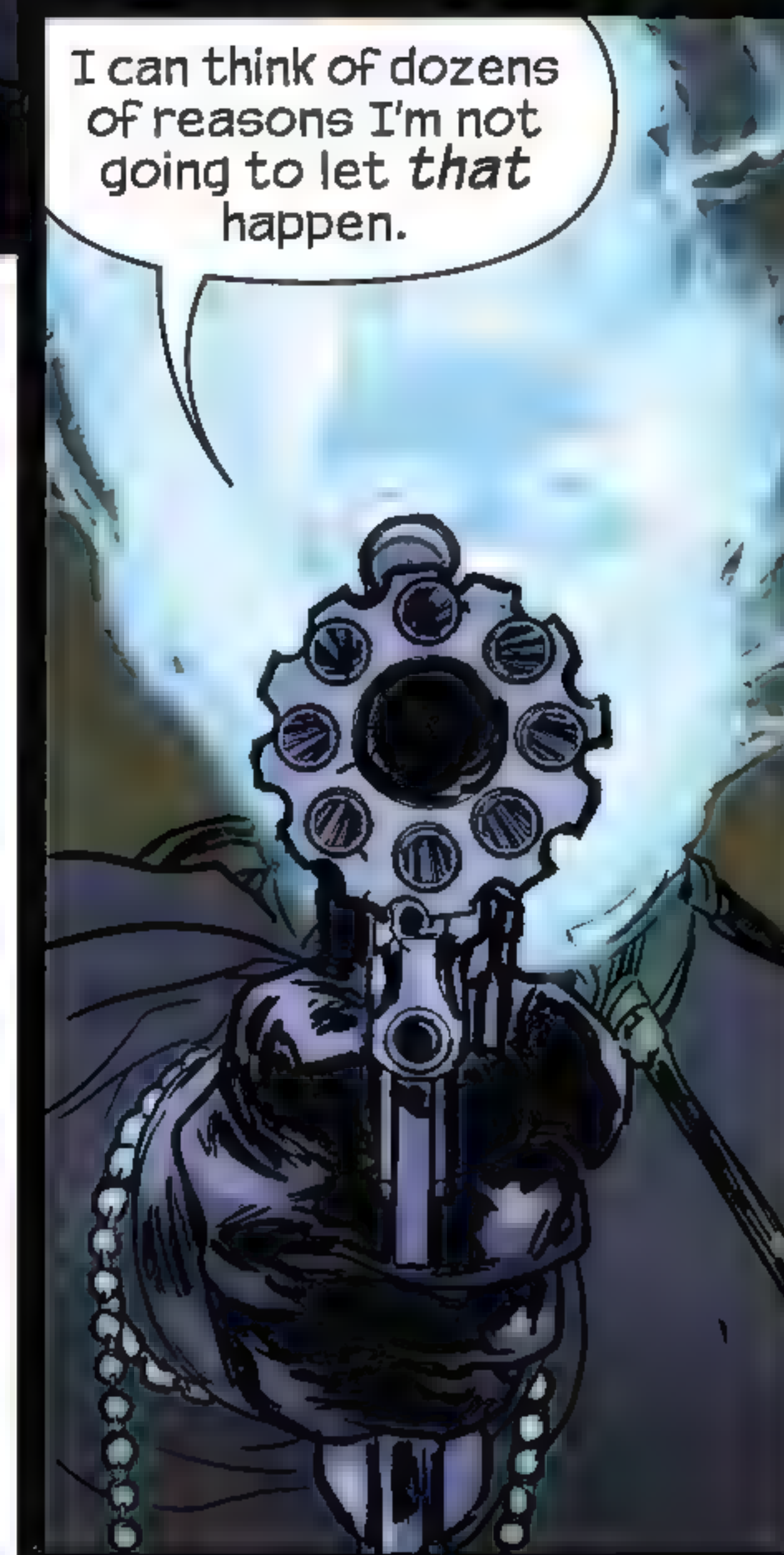
It damn  
well has  
nothing to do  
with you.



Don't  
get snitty,  
Kitty.



Let me have  
my score and  
I'm out of  
your hair.



I can think of dozens  
of reasons I'm not  
going to let *that*  
happen.



If you were  
going to kill me  
you would have  
shot me in the  
back.



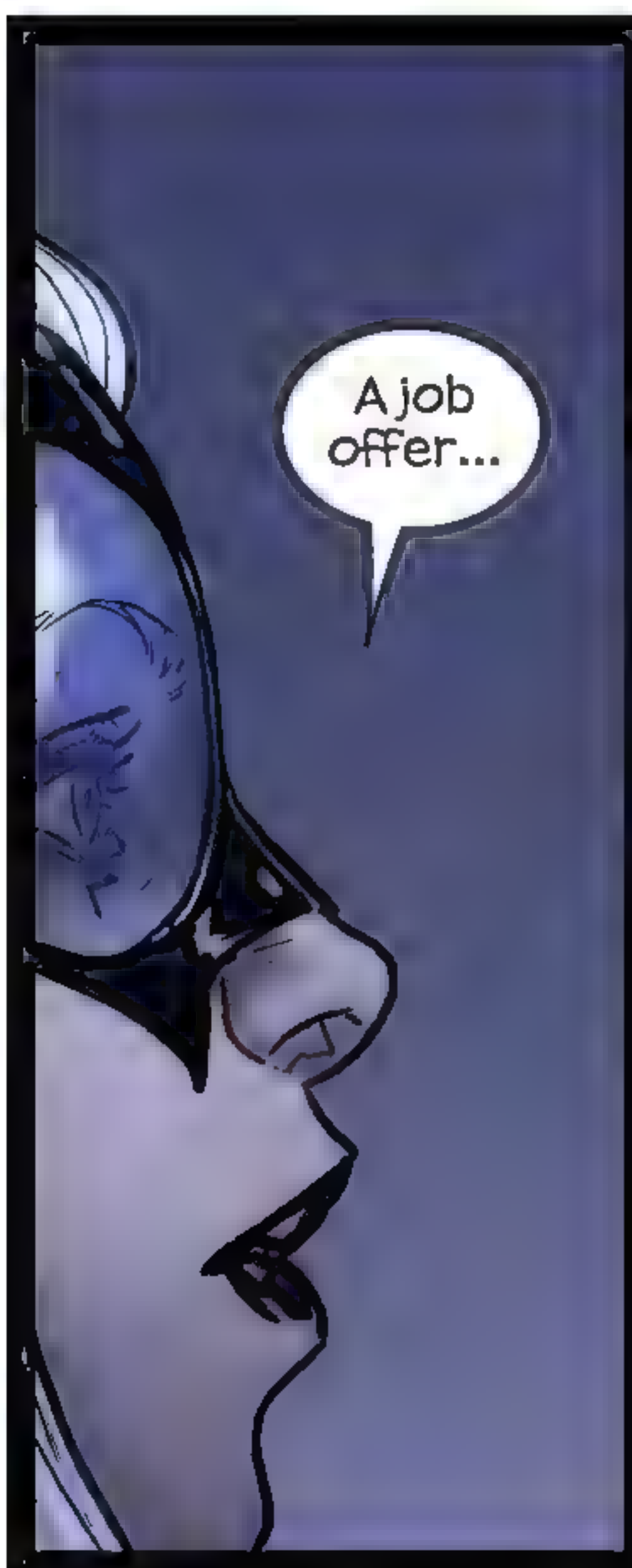
No.

First I  
wanted to  
see if Kitty  
was for  
hire.

I am building  
something here  
and you have  
talent.

I can't be  
everywhere.

I hear you  
have, what?  
"Good luck  
powers"? What  
*is* that? How  
does *that*  
work?



A job  
offer...



Sure.

Mysterio.

Who are  
you?

I thought  
we covered  
that.

And you're  
going to build  
a criminal empire  
in place of the  
Kingpin's?

Well,  
*criminal*  
is a strong  
word.

I do plan on  
organizing certain  
aspects of his fallen  
empire and turning  
a profit from it, yes.

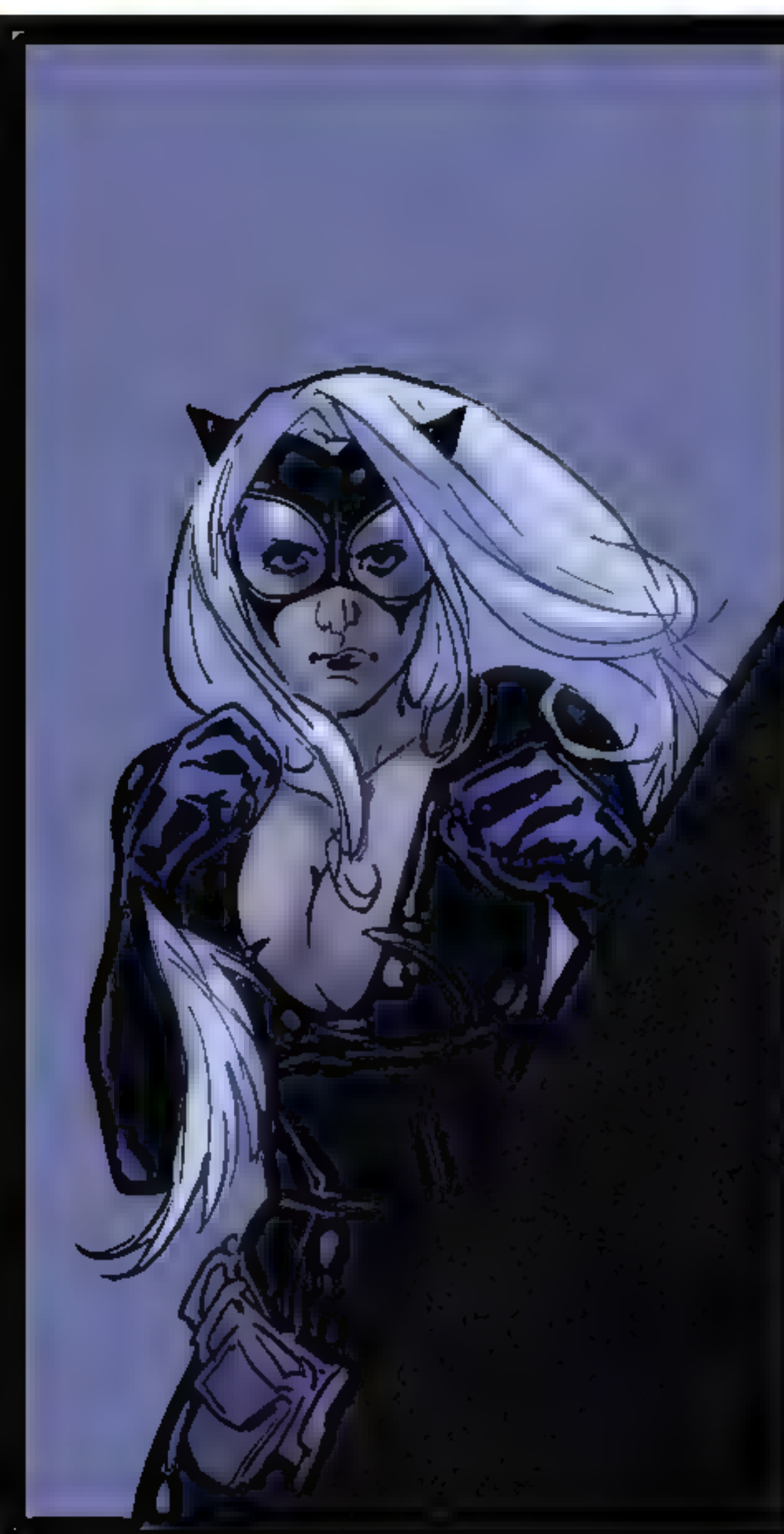


Let me have  
the safe and...  
I'll think  
about it.

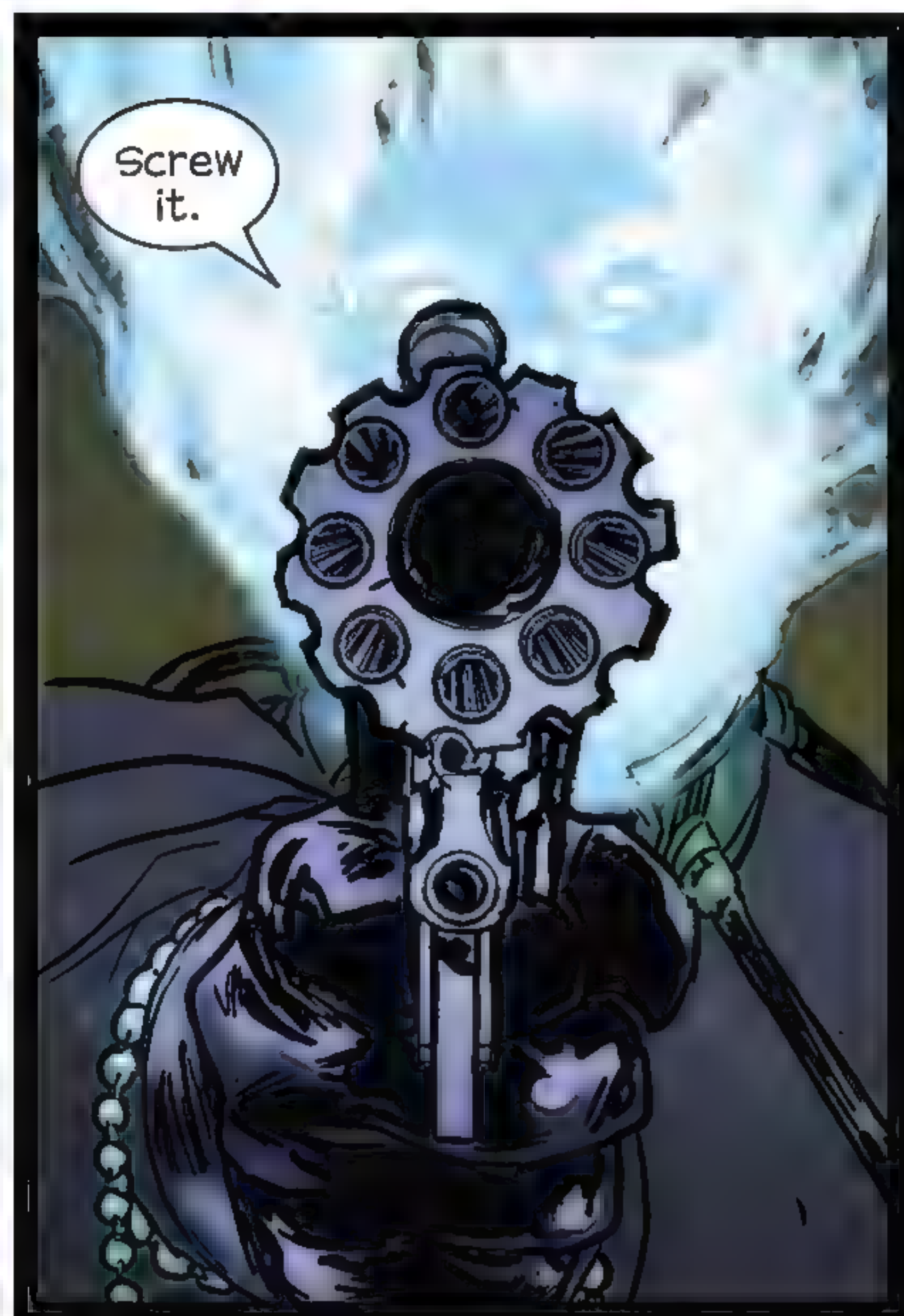


Really?

"Let  
you have  
the safe."

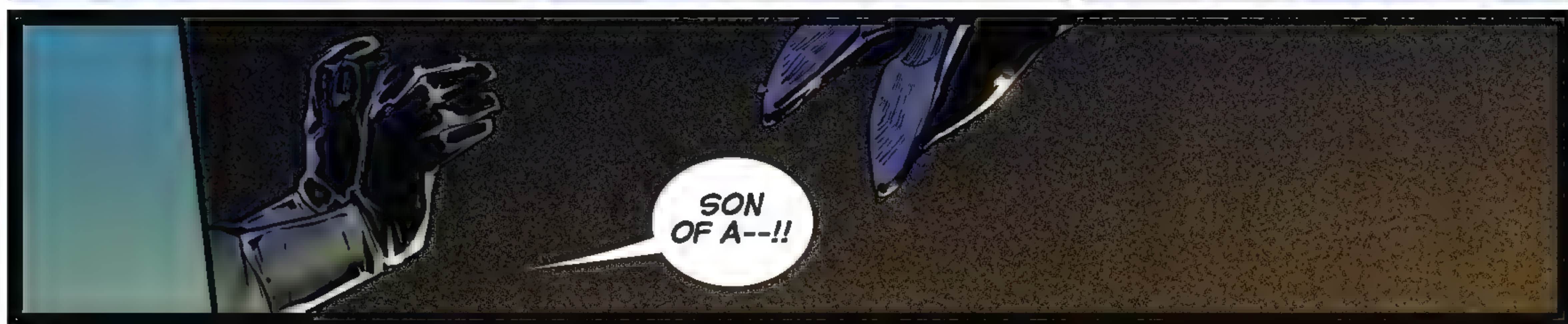
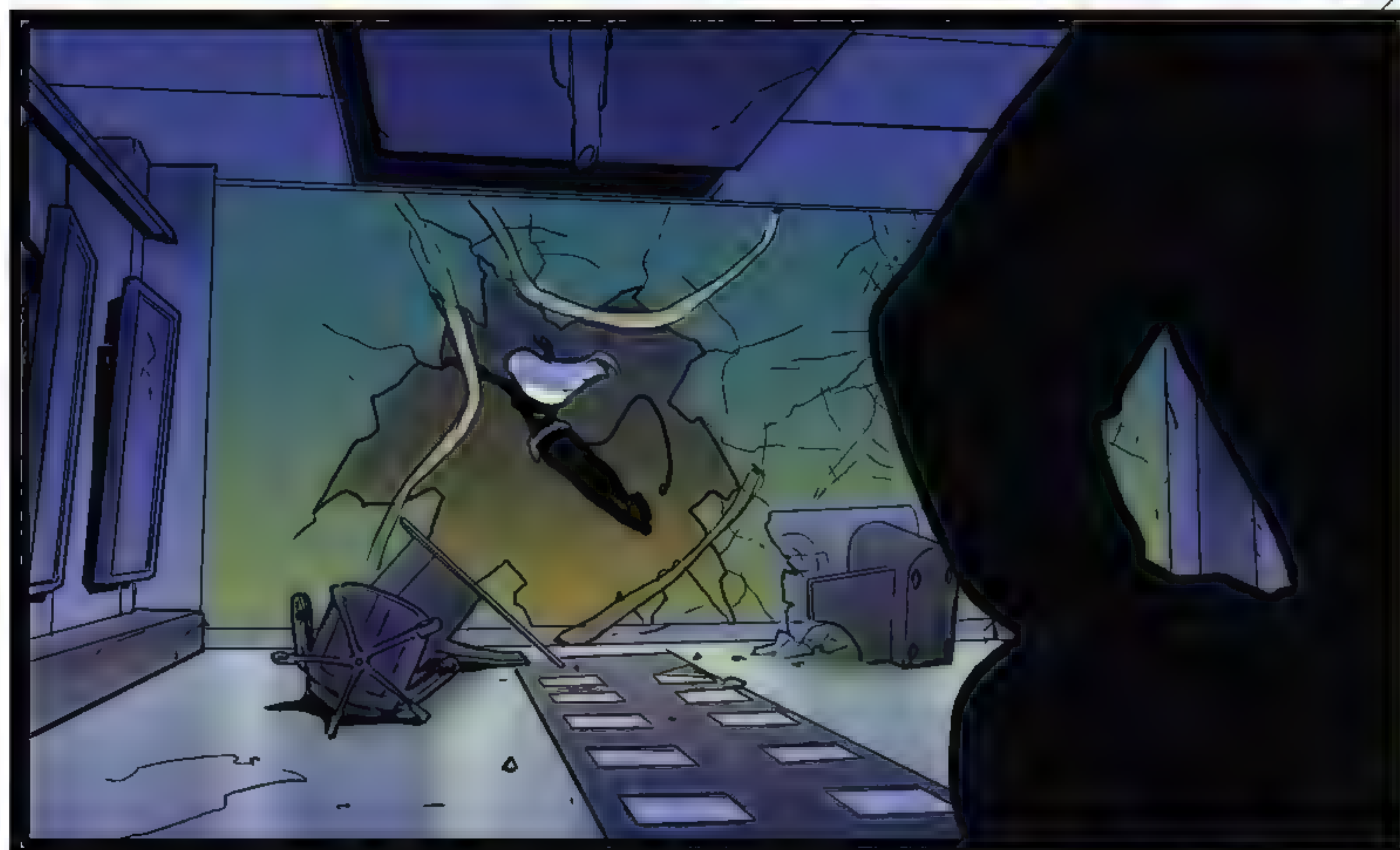


You think  
a woman has  
never lied to  
me before?

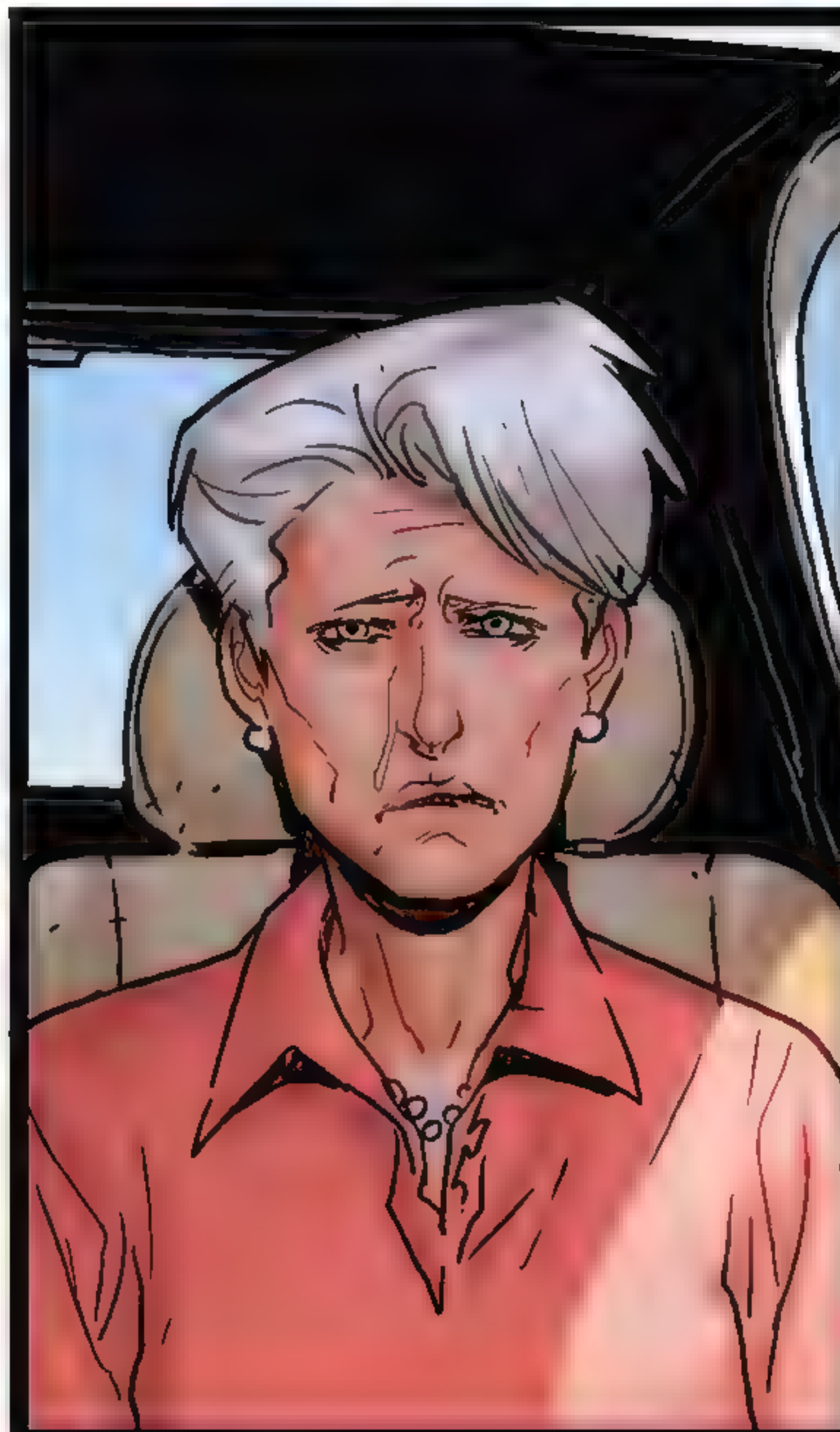
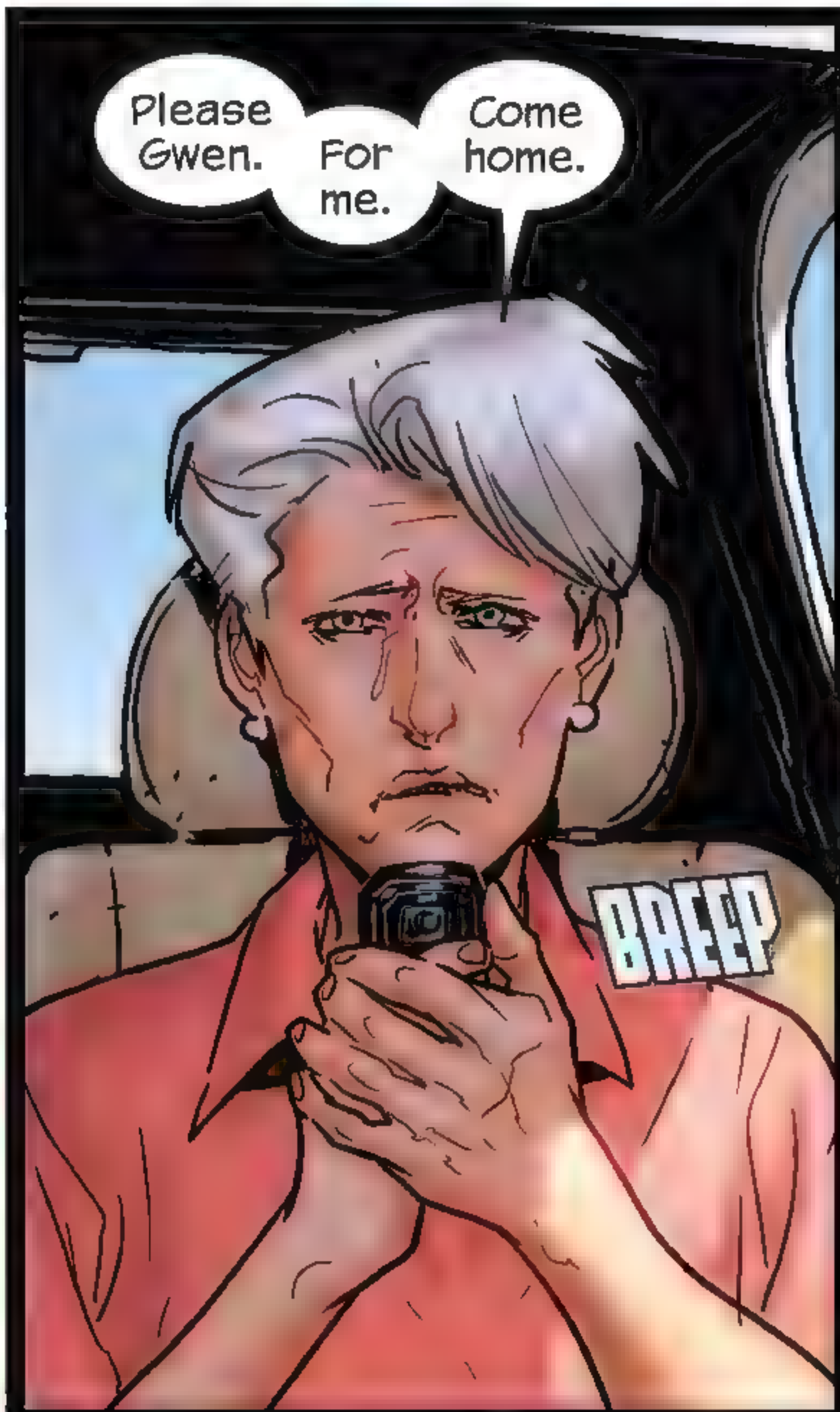
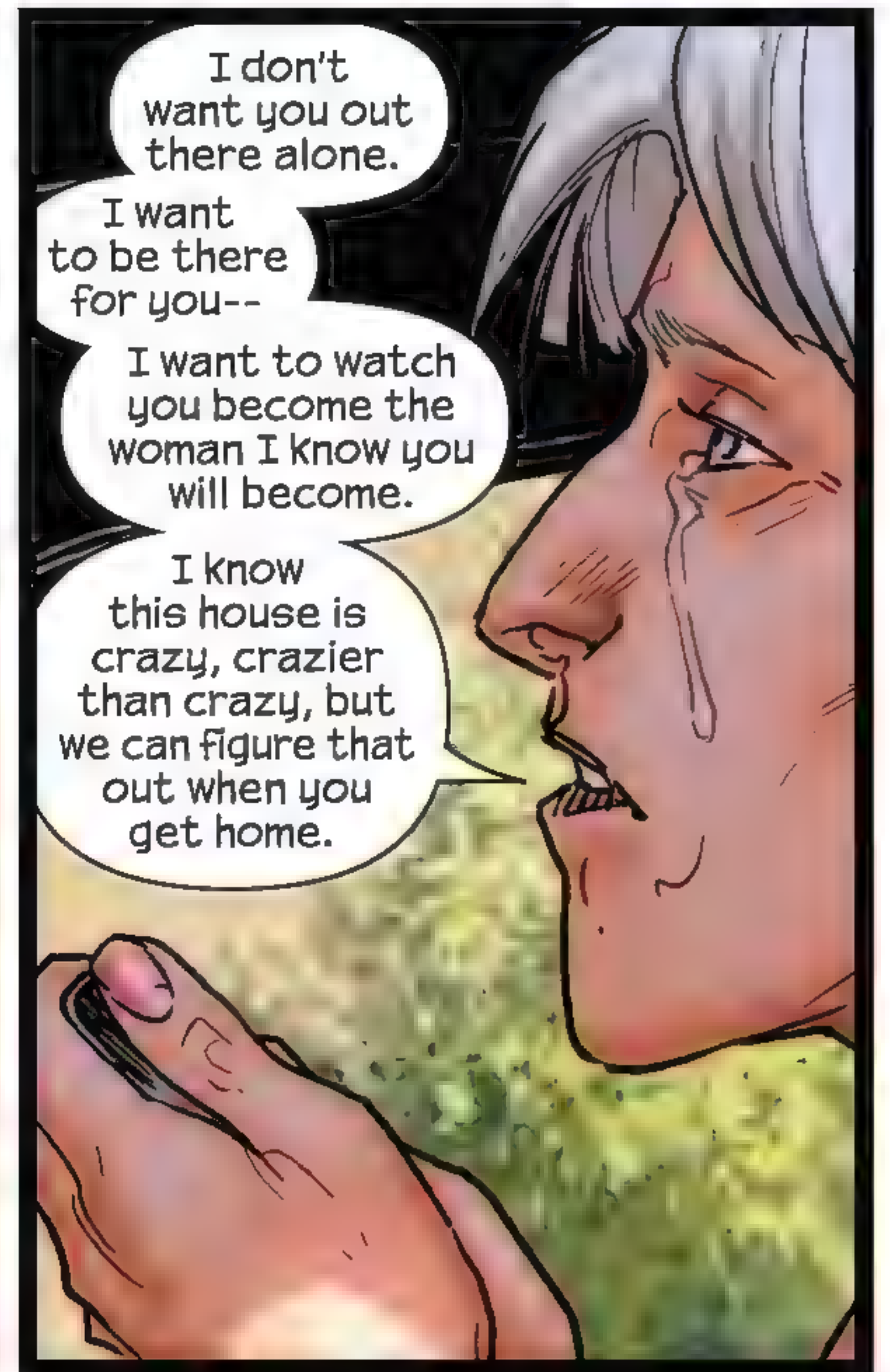
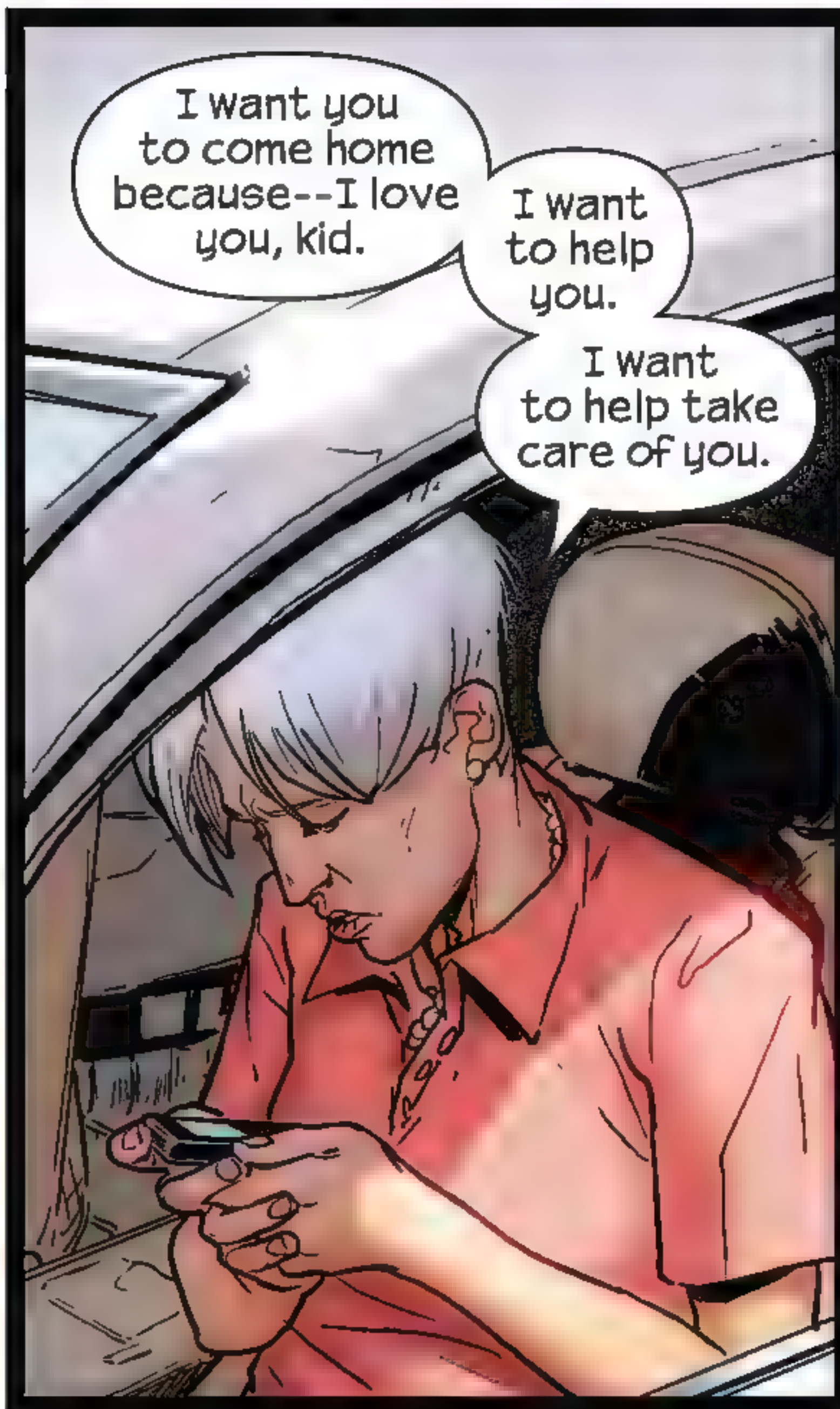
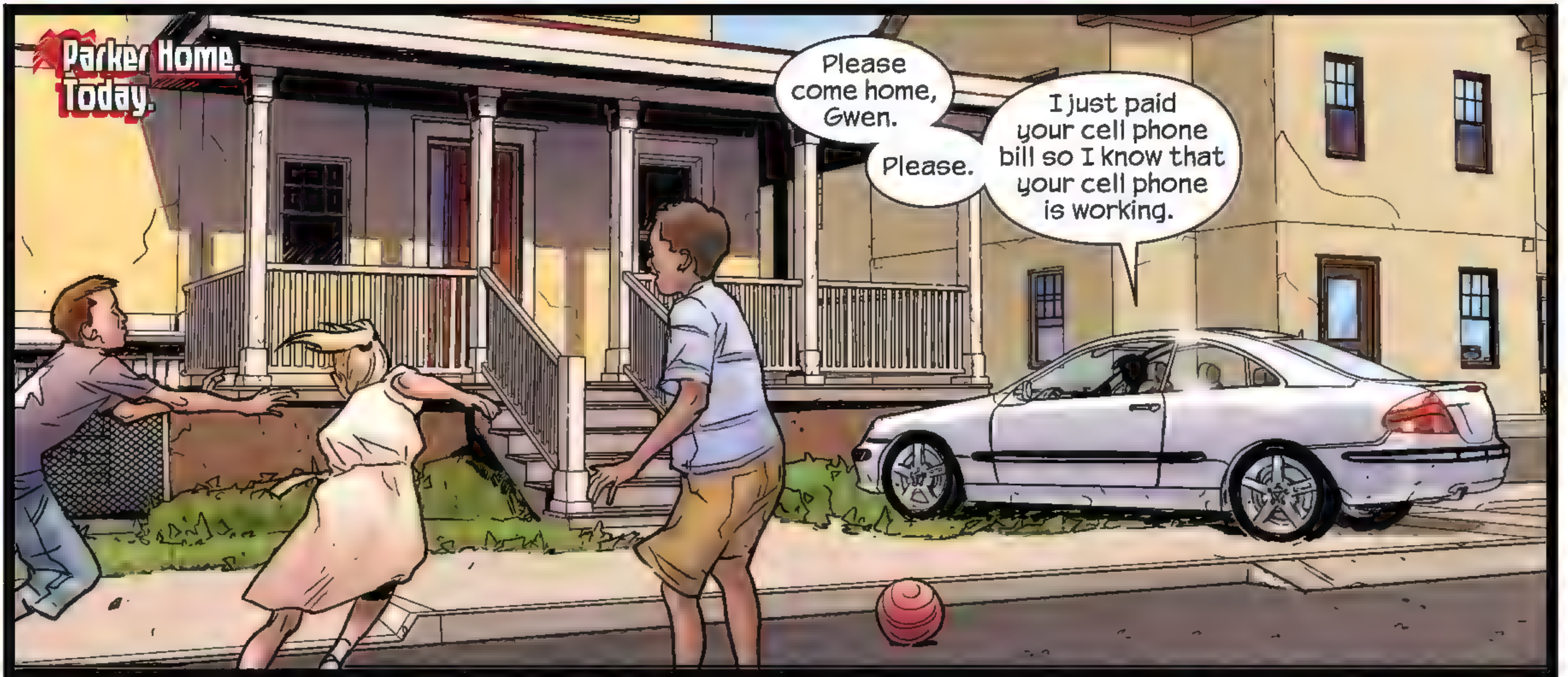


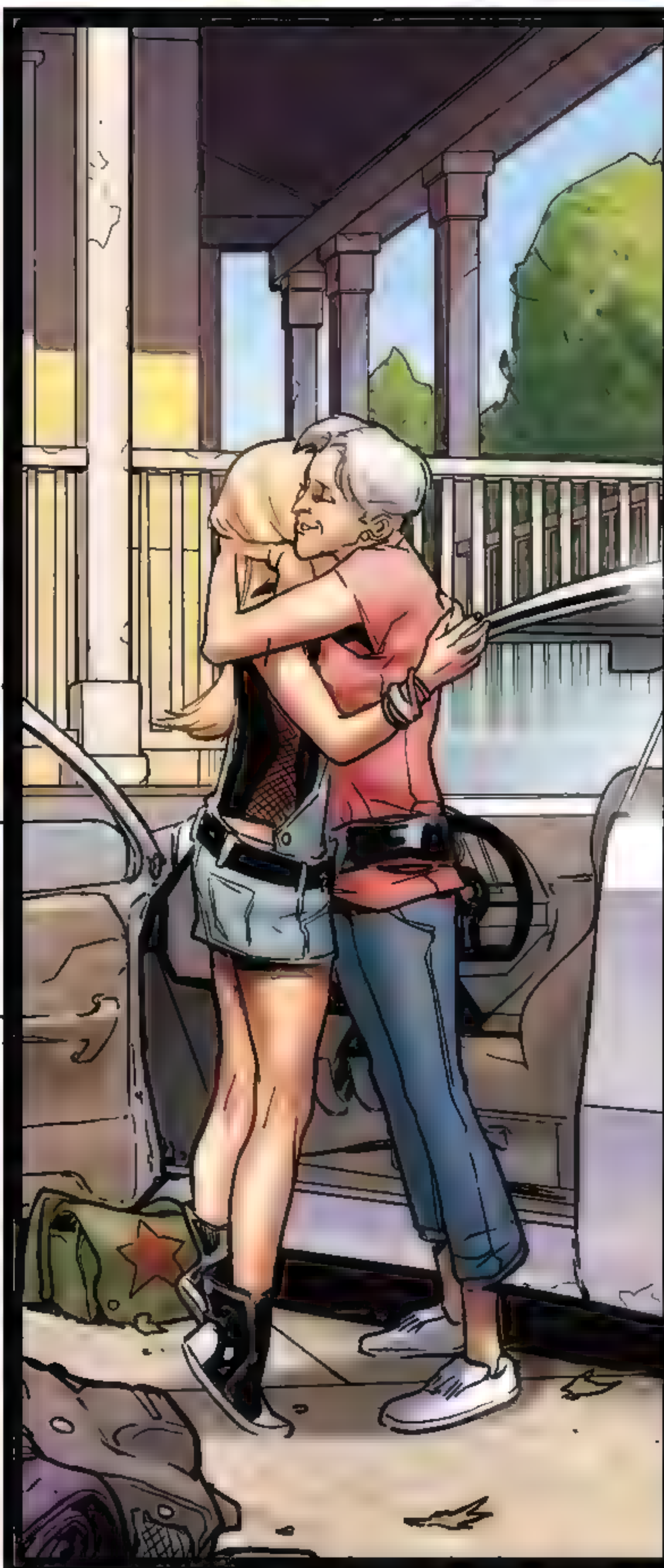
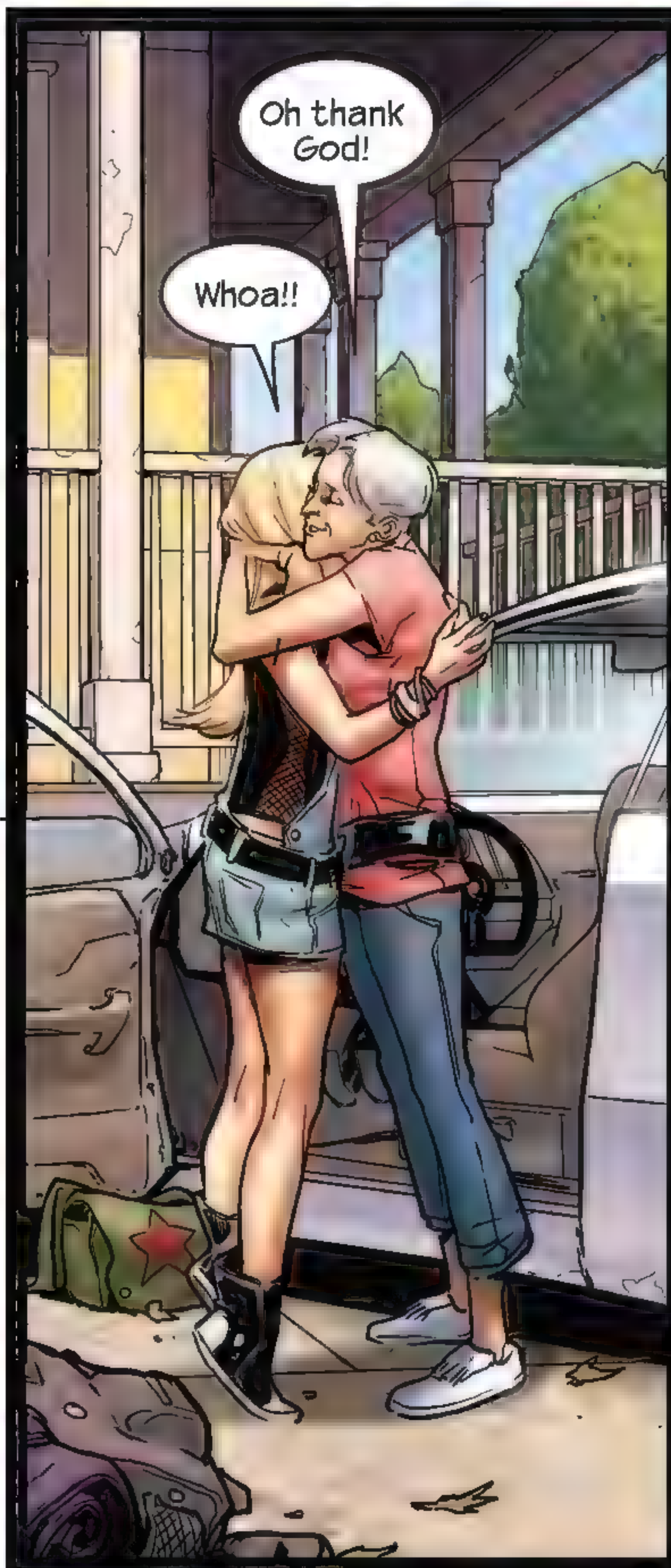
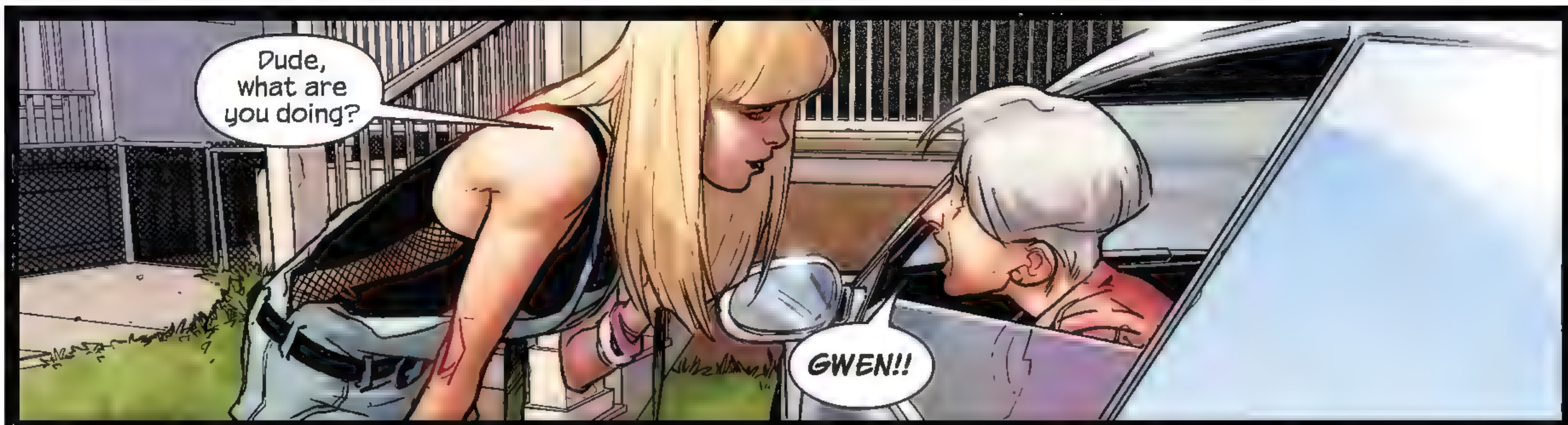
Screw  
it.

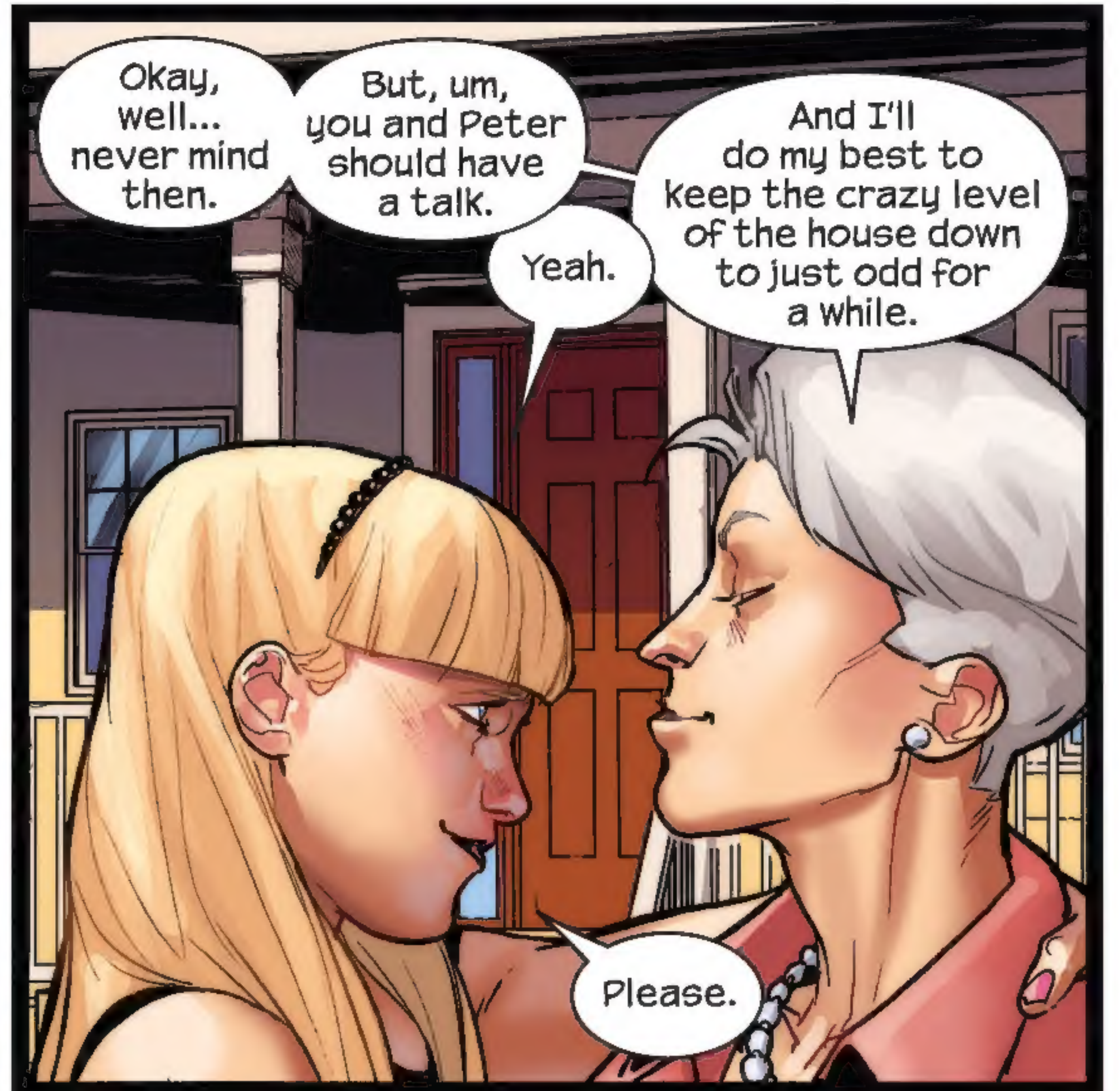
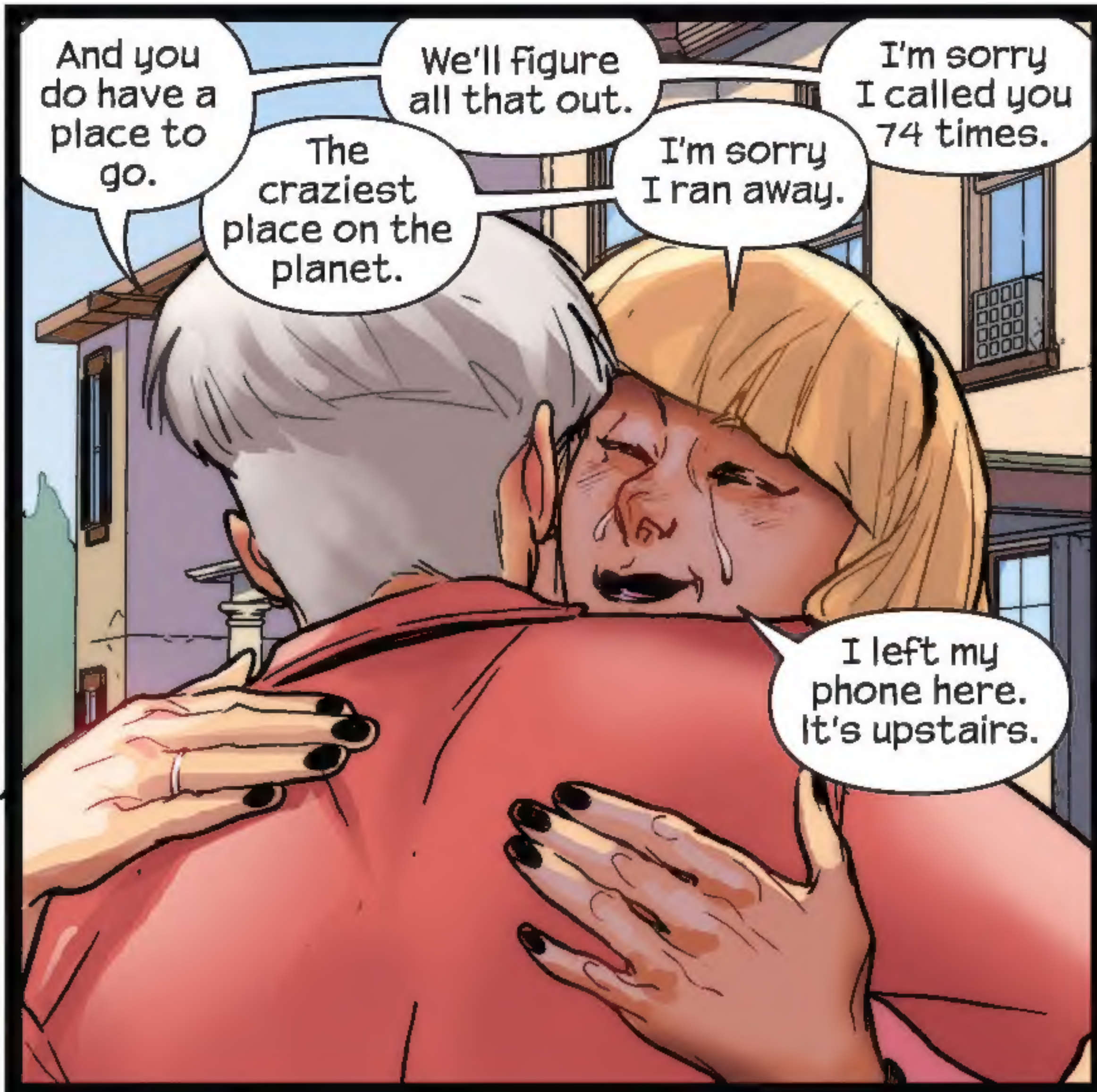
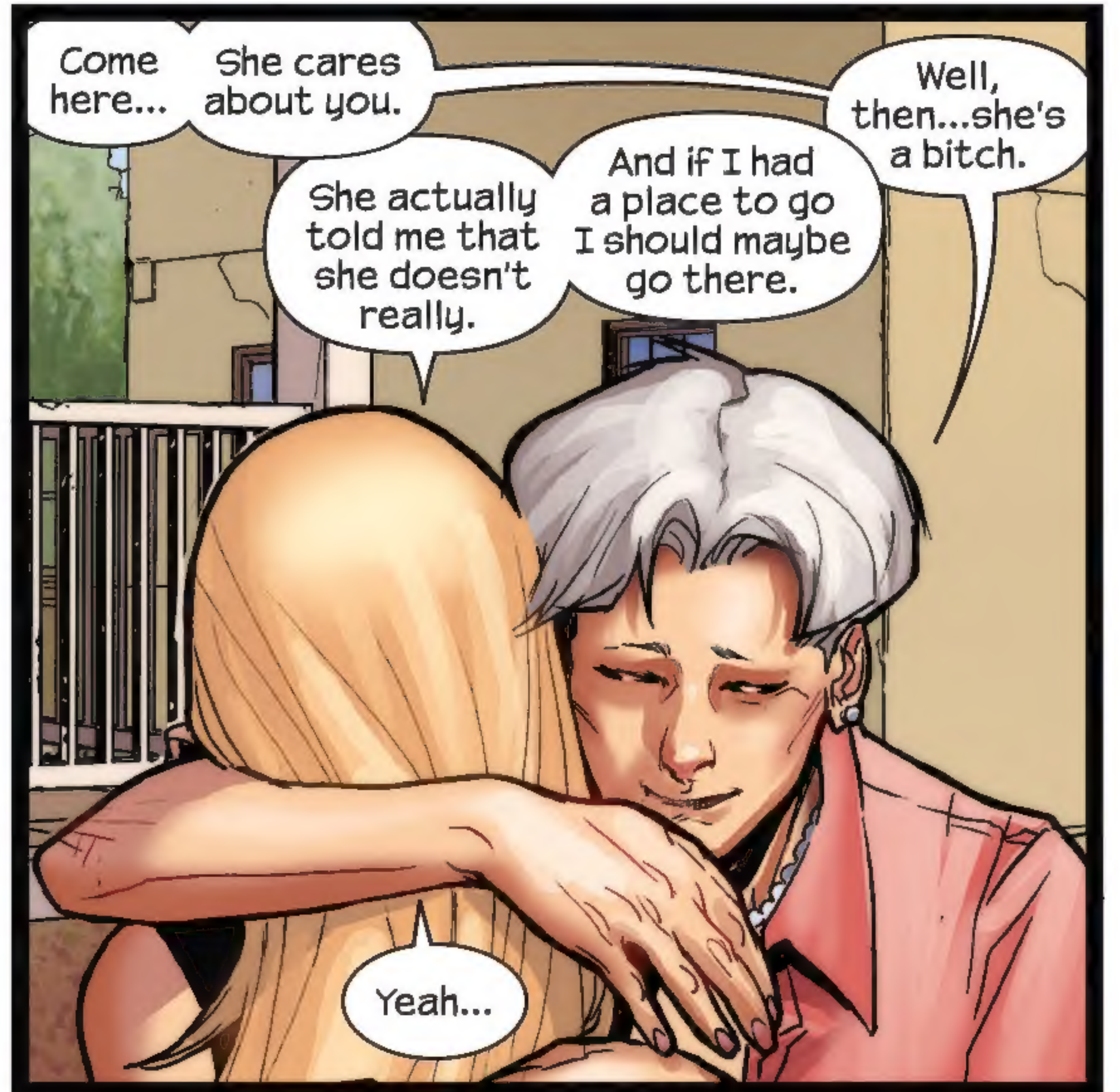
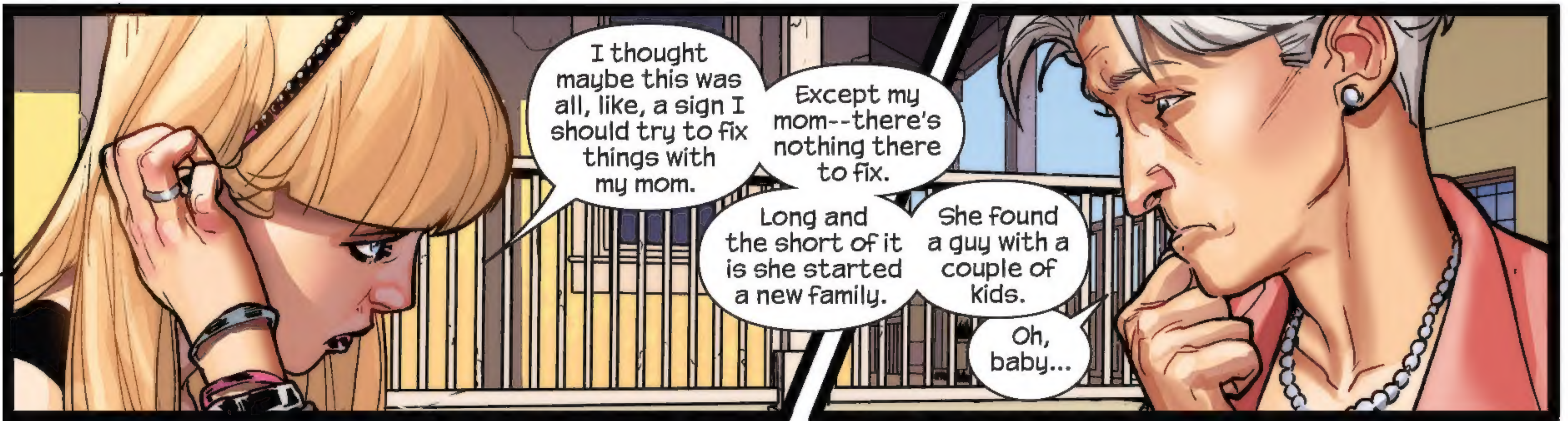












Hi.

I'm here for  
Peter Parker's  
after school  
training...



**To Be Continued...**

# NEXT ISSUE

## ULTIMATE COMICS ON SALE



**ULTIMATE COMICS  
DOOM #1**



**ULTIMATE COMICS  
AVENGERS 3 #5**



**ULTIMATE COMICS  
CAPTAIN AMERICA #1**

# HERE, KITTY, KITTY...



EMPIRE